WILLY'S WONDERLAND

By

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FADE IN:

To the sound of LABORED BREATHING and a RACING HEARTBEAT.

1 INT. WILLY'S WONDERLAND - NIGHT 1 *

We're peering at what looks like a pair of pupils. Dark, spooky, sorta cartoony -- like something out of an occult comic book.

WE REVEAL IT IS A WILLY'S WONDERLAND STAFF SHIRT, those eyes belonging to the titular character. *

An inordinate amount of blood is splattered across the cotton top.

AN ATTRACTIVE BLOND WOMAN (35) who wears the shirt is frightened out of her mind. We can't get a good glimpse of her because it is dark with only patches of light.

Next to her is a DARK COMPLECTED MAN (35) in full panic mode. We can't get a good look at him either. Sweat cascades from his brow, his body quivers in fear. They grip each other's hands tightly, neither person willing or wanting to let go.

The couple runs furiously, adrenaline pumping, pure kinetic energy.

2 INT. WILLY'S WONDERLAND - NIGHT 2 *

POV from inside a closet - it's the source of the breathing and the heartbeat. The POV whips left and right hearing the echoes of terror.

3 INT. WILLY'S WONDERLAND - NIGHT 3 *

The couple.

SOMETHING is following them. An OTHERWORLDLY PRESENCE. And whatever it is, it's evil as fuck.

The Man turns to see his pursuer. Before he can get a look, he's yanked right out -- his hand relinquishing its seemingly unbreakable clasp.

OVER BLACK:

The Man’s squeals of terror TRAIL OFF into silence and the Woman finds herself alone.

KA-BOOM!

The CEILING LIGHT BURSTS into a billion little pieces, the room instantaneously illuminated in flashes of phosphorus as sparks rain down.

4 INT. WILLY'S WONDERLAND - NIGHT 4 *

BACK TO THE POV FROM INSIDE THE CLOSET - It hides from the horror.

5 INT. WILLY'S WONDERLAND - NIGHT 5 *

BACK TO THE WOMAN.

She makes a break for it, running for her life.

6 INT. WILLY'S WONDERLAND - NIGHT 6 *

BACK TO THE POV - it sees the legs of the woman just outside. The breathing and heartbeat intensifies.

The Woman stops, for only a second - time seems to stand still - she looks directly at the closet, a solemn smile creeps to her lips.

And then... she suddenly is RIPPED away, leaving only the darkness where she had been. * *

Now the darkness begins to spin, faster and faster, until it becomes... * *

7 EXT. A ROAD IN THE MIDDLE OF NOWHERE - DAY 7

... a TIRE spinning at 60 plus MPH. *

The tire belongs to a tricked-out JEEP WRANGLER. Metal music blaring. Moving fast along a winding stretch of grey pavement, desolate and flat with long stretches of trees and countryside in every direction. * * * *

The loneliest road in America. *

8 INT. JEEP (MOVING) - DAY 8 *

Military dog tags dangle from the rearview mirror. *

A faded MARINE CORPS VETERAN STICKER on the rear bumper, * sprayed by gravel. *

We can't yet see the driver but we see his sunglasses, the * mirrored kind cops wear. And we're close enough to see the * reflection of a lot more empty road up ahead. *

Suddenly... *

-- KA-BOOM!

The SOUND of RUBBER EXPLODING.

It's a Firestone funeral as ALL FOUR OF THE JEEP'S TIRES BLOW OUT. The 4x4 fishtails, careening before skidding to a * stop. *

9 EXT. JEEP / DESERTED HIGHWAY - DAY 9 *

The driver's door opens and a boot lands on the pavement. *

Now, if they say every boot tells a story, this one could write a novel. Worn with a tough leather skin and steel toe. *

The driver bends, checks the tires -- shredded.

He heads back along the highway, spots a zigzagged bar composed of long metal teeth pointing upward.

He lifts the spike strip, examines it, and tosses it out of * the road.

10 EXT. JEEP / DESERTED HIGHWAY - DAY 10

MOMENTS LATER

The driver's arm enters the jeep and shifts it into neutral. * He pushes it -- THUD-THUD-THUD -- onto the shoulder. *

He reaches into the cabin, puts on a trucker's hat. Then * moves to the flatbed, rips a tarp off a large cooler, full * to the top with six packs of soda. *

He pulls out a can, cracks it open and drinks it down. He crushes the empty can in his hand and as the can drops to the ground, for the first time we get a full view of...

THE JANITOR (45), the kind of man that every parent fears.

He may have a real name, but no one will ever know it. Truth is, no moniker would fit this cowboy.

He's a square-jawed drifter with a wiry muscular body and a beard that says "Fuck you."

DISSOLVE TO:

11 EXT. JEEP / DESERTED HIGHWAY - DAY 11

An hour of so has passed.

A few empty cans lying in the dirt. The Janitor hasn't moved.

He continues to wait, sip.

DISSOLVE TO:

12 EXT. JEEP / DESERTED HIGHWAY - DAY 12

More time has passed.

The janitor cranks his head toward the sound of an ENGINE in the distance.

A tow truck barrels into view.

It's a rusted bucket of bolts, something that might be more at home in a wrecking yard -- certainly not AAA.

The Janitor hops off the hood of the Jeep, stares it down.

The truck continues straight at the Janitor until its breaks finally catch and it screeches to a stop, mere inches from the Janitor. He doesn't flinch.

The tow truck's hazards FLASH and the GROWLING ENGINE DIES.

Finally, out from the truck steps JED LOVE (45). A big brute of a man, covered in grease and oil. He smiles. Takes a bite a jerky stick.

JED LOVE
You got no idea what you're in for.

13 INT. TOW TRUCK (MOVING) - AFTERNOON 13

With the Jeep safely secured, the tow truck winds through the countryside. Jed forever chewing his greasy meat stick.

JED LOVE
That's what I tell everyone that attempts the 50. There ain't shit out here. You have to be prepared for anything.

The Janitor glances out the window, admiring the scenery... or lack thereof.

JED LOVE (CONT'D)
We had a car chase a while back. Sheriff laid out the spikes, but she caught the bastard before needing 'em. Guess the ol' Sheriff forgot to pick up her toys.

The tow truck passes a sign:

HAYESVILLE 8 MILES.
HOME OF WILLY'S WONDERLAND.

The advertisement includes an image of WILLY WEASEL.

Willy has a long neck, a pinwheel hat and sports a pair of faded green overalls.

MATCH CUT TO:

14 EXT. WILLY'S WONDERLAND - AFTERNOON 14

A similar but much larger image of Willy and the name *WILLY'S WONDERLAND*, adorn the marquee of a large, dilapidated family entertainment center.

It's abandoned. Or at least it appears to be...

SPLASH!

Gasoline soaks the exterior wall, then drips a trail of fuel along the concrete moving away from the building.

LIV (18), resilient, brave, compact, and hot as a firecracker -- her “don’t-fuck-with-me” factor scoring a perfect 100 -- lights a rag sticking out of a bottle of booze. She rears back to throw when...

CLICK! A handcuff snaps around her wrist, stopping her momentum. She whips her head towards it’s source and her reaction tells us she doesn’t like what she sees, not one bit.

LIV
Oh, fuck me...

15 INT. F-150 POLICE PICK-UP TRUCK - AFTERNOON 15

Liv is pushed into the backseat. The DOORS LOCK. She kicks the windows to no avail.

16 EXT. HAYESVILLE - AFTERNOON 16

Not much of a town -- actually, it’s a shithole.

17 EXT. HAYESVILLE TRAILER PARK - AFTERNOON 17

Think of the last place you would ever want to end up in life and then imagine yourself there.

The Police Truck drives up the dirt road between the ramshackle abodes.

18 INT. TOW TRUCK (MOVING) - AFTERNOON 18

Jed passes the trailer park road and spies Sheriff Lund’s truck driving up the dirt road. He brakes and backs up a few yards.

JED LOVE
Gotta return somethin. Shouldn’t take more than a minute.

He cranks the wheel and heads up the road without waiting for the response he wasn’t going to get anyway.

EXT. HAYESVILLE TRAILER PARK - AFTERNOON

SHERIFF ELOISE LUND (45) gets out of the driver’s door. She’s stocky, mean, and wears way too much lipstick.

The RUMBLE of an untuned motor attracts her attention. She turns to see Jed's tow truck as it pulls up beside her.

Jed hops out of the driver's door and grabs the zig-zag from the back of his truck.

JED LOVE
Hey there Sheriff. This ole boy had the misfortune of findin one'a your toys you left out on 50.

He tosses it in the bed of Sheriff Lund's pickup. Waves to Liv in the backseat who gives him her middle finger in response.

SHERIFF LUND
Thank ya Jed.
(a glance at The Janitor)
He alright?

JED LOVE
A hell of a lot better than his tires. But we'll get him fixed up.

A subtle conspiratorial look passes between them.

SHERIFF LUND
I'm sure you will Jed.

The Janitor observes Liv. They lock eyes -- intense -- akin to caged animals commiserating with one another's plight.

Jed hops back in his tuck and U-turns back down the road.

Sheriff Lund opens the back door and pulls Liv out.

The Janitor watches through the window as she's forced, handcuffed inside a trailer.

19 INT. TRAILER - MOMENTS LATER 19

The Sheriff takes the handcuffs off Liv and she immediately scrambles into the bedroom to gather her meager belongings, stuffing them into a backpack.

She turns to leave; Sheriff Lund blocks her path.

SHERIFF LUND
Don't play dumb. Not a chance in Hell I'm letting you out of this trailer tonight.

LIV
You can't keep me here forever.

SHERIFF LUND
Try me. As Sheriff of this town, I have authority over everyone in it. As your legal guardian, I pretty much own your ass...

LIV
You're not my mom. I'm 18.

SHERIFF LUND
(ignoring her)
... and as the proprietor of this trailer, the very one you've grown up in the past twelve years... I have some say.

LIV
I hate you.

SHERIFF LUND
Talk sweet to me all you want, but it ain't gonna change anything.

LIV
Outta my w--

Liv tries to shove past the Sheriff but Lund grabs her hard, spins her around fast, and CLICK! Handcuffs Liv to a pipe. Liv struggles to break free but to no avail.

LIV (CONT'D)
What the hell?!

SHERIFF LUND
I'll be back in the morning.

Lund's out the door, SLAM!

Liv strains to see out the window as the Sheriff walks to her car.

LIV
What the hell am I supposed to eat?! How am I supposed to take a piss?

SHERIFF LUND
(not looking back)
Cheetos on the counter. Bucket on the floor. Try not to make a mess.

LIV
You bitch!

Liv watches as the Sheriff slams the car door and peels away, kicking up a cloud of dirt in her wake.

Liv assesses her situation - not good. She loops the bucket handle with her foot and pulls it close. Sees the half empty bag of Cheetos and snags them off the counter. Sits down and pops a few in her mouth.

20 EXT. JED'S AUTO GARAGE - AFTERNOON 20

A graveyard of cars, rusted, broken-down and wrecked. Several automobiles around the building have 4 flat tires.

21 INT. JED'S AUTO GARAGE - AFTERNOON 21

Jed carefully lets the Jeep off the hook.

As he does, The Janitor spots a couple of hand-made Missing Persons signs tacked to a cluttered bulletin board. "Have you seen me?". They look faded. Old. *

Jed walks over, wiping the grease from his hands.

JED LOVE
You're looking at $250 for the tow. And you'll need all four tires replaced. I can do it for around $1,000. * * *

The Janitor whips out a wallet, pulls his AMEX.

JED LOVE (CONT'D)
Whoa. Cash only. And in advance. We don't take no plastic cards.

The Janitor spots an ATM machine covered in dust. A paper taped to the screen reads “Out of order”.

JED LOVE (CONT’D)
Yeah, that. We don’t get no internet here in Hayesville, sooo...no ATMS work in town neither. We were supposed to get it, but it never came.
(snide grin)
You don’t have the cash, huh? That’s a dilly of a pickle.
(a beat)
You willing to work it off? *

The Janitor considers, doesn’t like being put over a barrel and his icy stare shows it. A long beat before he finally nods. *

JED LOVE *
Ok then, I may have someone who can accommodate. *

The Janitor reaches into the flatbed of his rig and grabs an empty burlap potato sack. Fills it with a pair of 6 packs from the cooler. He doesn’t go anywhere without his suds. *

Jed watches, then snatches his land line, dials.

JED LOVE (CONT’D)
(on the phone)
Hey, Tex... I got a guy for ya.

22 <u>EXT. WILLY’S WONDERLAND - PARKING LOT - AFTERNOON</u> 22 *

Jed’s truck pulls to a stop and The Janitor hops out, slings his potato sack over his shoulder. * *

TEX MACADOO (O.S.)
Howdy there, partner.

At the front door is an overweight, sweaty cowboy with a white suit and 10-gallon hat: TEX MACADOO (60).

TEX MACADOO (CONT’D)
The name is Tex, same as the state, and the handle is MacAdoo. Welcome to Willy’s Wonderland. *

JED LOVE
(interrupting)
He doesn't talk much.

TEX MACADOO
That's decent. I enjoy a man of few words.
(ushers him to the door)
Well, business is not what it used to be. I'm fixing to reopen and make Willy's better than ever.

The Janitor examines the premises. The outside is tagged with phrases including:

GATEWAY TO HELL

BULLDOZE THIS BUILDING

KID KILLERS

The Janitor reads the tags, doesn't care.

TEX MACADOO (CONT'D)
Anyway... enough horse shit. Here's my offer: You spend the night cleaning Willy's Wonderland and I pay to have your 4x4 fixed. By morning tomorrow, you come walking out and your ride will be waiting for you.
(extending his hand)
Deal? If not, I got places to be.

The Janitor looks up at Willy's face on the marquee -- gawking at his soporific Cheshire smile.

The Janitor turns back to Tex. Nods.

The men shake.

23 INT. WILLY'S WONDERLAND - AFTERNOON 23

The interior is creepy. Hell might be nicer. A visible haze hangs in the air. The floor is covered with dirt. At second glance, that might be blood.

The tables and chairs are flipped over, as if the last customers were trying to escape certain death.

Several signs direct people to other themed rooms:

NIGHTY KNIGHT'S CASTLE -->
<-- SIREN SARA'S FAIRY FOREST
GUS GORILLA'S GREAT ARCADE -->

24 INT. DINING AREA - AFTERNOON 24

ANIMATRONIC ROBOTS LOOM DOWN FROM STAGES.

These mechanical creatures have seen better days.

The stain has peeled from many. Their clothes are tattered. * Wires protrude from their heads, stomachs, etc.

They are turned off, standing flaccid.

TEX MACADOO
We had some great times. Kids *
laughing, smiling, eating
hotdogs, and opening presents.
You know the story, right?
Well, some of these little
bastards start crawling across
the machines, get hurt. A couple *
of lawsuits from a Mommy's for *
safer play standards *
organization and wham bam thank *
you ma'am... shut us right down. *

The Janitor nods, peruses the robots.

He stops in front of the man himself, WILLY WEASEL. *

Willy looks much more intimidating in person. He's damn near * 9' tall. Torn felt covers his metal interior. His snout is * long and jagged with sharp, glistening teeth. His plastic * eyes glow with a dead gaze.

The Janitor moves to within an inch of Willy's face, the two * competing in a staring contest that neither is going to lose. Then --

WILLY SPRINGS TO LIFE! *

He and the rest of his ROBOT CHUMS SING, DANCE, AND FLAIL their body parts in every direction as they SING.

WILLY *
It's your birthday and we want you to have fun! It's your birthday and let's party, everyone! *

The Janitor doesn't flinch. He then notices that Tex has flipped the power switch.

TEX MACADOO
(laughing)
Didn't mean to frighten you, comrade. That's Willy and this * is his crew.
(points to each)
You got Nighty Knight, Gus the Gorilla, Ozzie the Ostrich, Tito the Turtle, Cammy the Chameleon, Arty the Alligator, our sexy little Siren Sara and, of course, the king of the goddamn jungle, Willy Weasel. As you * can see, they look like shit. I hired a cleaning crew to spruce this place, but they balked on the job and my elbow grease ain't what it used to be.

Tex SHUTS OFF the MACHINES. Willy goes limp. *

The Janitor gawks at Willy for a long beat, holding fast to * the proverb that trust is earned, not given. They share an intense moment before...

The Janitor turns his back to the Weasel.

And as soon as he does --

-- Willy slowly raises his head. His eyes pop open. The * Janitor feels the gaze and quickly twists around.

Willy instantly resumes his OFF POSITION. *

The Janitor studies him, then turns away again when --

WHAM! Tex swings open the door to a custodian's closet.

TEX MACADOO (CONT'D)
Damn thing always gets jammed!

25 INT. CUSTODIAN'S CLOSET - AFTERNOON 25

Tex yanks an exposed LIGHT BULB'S CORD, which TINKS to life. Inside are cleaning supplies. *

TEX MACADOO
This stuff should do the trick. Mop, broom, bucket, drain snake, Windex, rags, you name it, we got it.
(then)
Oh, looky here!

Tex grabs a t-shirt from a stack of a dozen or so and unfurls it, displaying a smiling Wally's logo on the front. * *

TEX MACADOO (CONT'D)
(handing it off)
Congratulations, son. You are officially on staff. * *

26 INT. DINING AREA - AFTERNOON 26

The Janitor is dressed for work in his Willy's t-shirt. *

Anyone else in this getup would look like a tool but The Janitor looks like a fucking badass. Not that he gives a shit. * * *

The Janitor is not one who argues with the terms of the job, he just gets it done.

Tex opens the front doors -- the sun is setting.

TEX MACADOO
Well, pal, it's getting dark soon. I'll be back in the morning with that Jeep of yours, dapper and ready to drive. Oh, almost forgot...I got punks that delight in graffito-tagging the place and damaging the bots. You're a big guy, scare'em off.
(points to the kitchen)
Help yourself to anything you find in the kitchen. On the house. And be sure to take breaks. Always good to pace yourself. Good luck. * * *

Tex exits. *

The Janitor sets his retro, tactical-military watch to BEEP, every hour on the hour. *

27 EXT. WILLY'S WONDERLAND - DUSK 27 *

Tex CLICKS a big lock through heavy chain, then lets out a huge sigh of relief, as though he cheated death.

He quivers as he hurries to Jed, who leans against the tow truck, smoking a cigarette. Jed passes one to Tex. *

TEX MACADOO
Thought you were quitting?

JED LOVE
I am. Last one. *

Jed chucks his Zippo toward a dumpster and misses.

A moment and the building's exterior lights up. Many bulbs have burned out. *

The men gaze up at the hauntingly beautiful exterior.

TEX MACADOO
I don't know why I got to do this every time.

JED LOVE
'Cause you bought the place.

TEX MACADOO
A little help would be nice. I mean, it'd make it easier on me. *

JED LOVE
We all got a job to do. Sheriff puts out the strips. I pick 'em up. *

TEX MACADOO
Yeah... but neither of you ever set foot inside.

JED LOVE
Screw that noise, Tex.
(pause)
What d'you want me to do with his Jeep?

TEX MACADOO
Good shape?

Jed nods.

TEX MACADOO (CONT'D)
I'll keep it. Add it to my collection. OK, let's get outta here. I can't stand to hear a grown man scream. *

They finish their drags, drop them.

28 INT. TRAILER - DUSK 28

Liv pulls and struggles to free herself from the handcuff. Nothing works. She sits down and prepares to settle in for the night. Then-- *

KNOCK. KNOCK.

Liv leaps up and peeks out the window. No one there. She strains to see. Suddenly -- *

-- A FACE APPEARS!

29 EXT. HAYESVILLE TRAILER PARK - DUSK 29

Outside Sheriff Lund's trailer are five young adults.

CHRIS (18) - The earnest one with a big crush on Liv. He's perched on a flower pot peering inside. He sports long hair and a mustache that's years away from being cool.

AARON (18) - The cocky one. He's good looking with a politician's haircut and disingenuous grin.

DAN (18) - The geek. He's a baby faced, big ball of tub in a horror t-shirt. Hanging with this gang makes him feel cool.

BOB (20) - The dumb jock. He can't shake his glory days. A meathead with more muscles than brain cells.

KATHY (20) - The skanky one. She's white trash with potential but no ambitions. She'd be a stripper if this town had a pole.

CHRIS
Liv!? You in there? *

LIV (O.S.)
Yeah! Get me outta here.

Chris charges the door and slams into with his shoulder. Bounces off.

CHRIS
Ow! Damnit!!

Aaron walks over and twists the knob. It turns. He pulls open the door. Looks at Chris holding his shoulder.

AARON
Genius.

30 INT. TRAILER - DUSK 30

The gang rushes inside to see that Liv is handcuffed.

LIV
Get me outta this thing.

Kathy pulls out a hairpin and winks.

31 EXT. TRAILER - MOMENTS LATER 31

They pile out.

DAN
The Sheriff's gonna be piiissed.

Liv has a duffel bag slung over her shoulder.

LIV
Screw her. Come on, we're late.
I saw the bait already.

CHRIS
Where?

LIV
He was with Jed in his truck.
Probably locked inside Willy's
by now.

BOB
Well, let's head out. I wanna
watch that bitch weasel burn.

KATHY
Yeah, burn, baby, burn!

Kathy and Bob laugh and kiss sloppily.

LIV
This isn't for your entertainment! It's for doin' what's right.

Bob snorts a laugh, swigs his beer and hands the can to Kathy.

BOB
That don't mean it still can't be entertaining. I'd love to watch those freaky bastards die after what I seen them do...

AARON
Shut up. You've never seen 'em kill.

LIV
Shut up guys! Don't any of you ruin this! If we go, it's as a mission, not a field trip. I want to wipe Willy's off the map. You're with me or not?

CHRIS
We're with you Liv. Whatever you say.

Chris obviously has feelings for Liv. They're unrequited.

They all look at each other, nodding in agreement.

LIV
Alright, let's do this.

The group heads out.

Liv pauses for one last view at the abysmal trailer she's called home for too long.

When she turns away, she does not look back.

32 INT. WILLY'S WONDERLAND - NIGHT 32 *

It's gotten dark quickly. The Janitor flips the lights, illuminating the dining area with FLICKERING FLUORESCENCE.

The BULBS BUZZZZ. The sound of loneliness. *

Willy and his buddies have their heads lowered or cocked to the side, frozen in their last moments. *

The Janitor sets down his sack, lifts the capsized chairs and tables from the floor and stacks them neatly in the corner.

As he repeats the ritual of folding and stacking,

THE ANIMATRONIC ROBOTS BEGIN TO SUBTLY MOVE.

It's clear that Willy and his crew are watching The Janitor. *

And The Janitor can feel eyes on him.

He finishes stacking the furniture, peeks at Willy. Willy's position has definitely changed. Creepy. * *

33 INT. KITCHEN - NIGHT 33

The Janitor enters with his sack over his shoulder. Sees: the ovens are covered with grease, the counters with grime.

The floor is sticky. The stove...disgusting.

A dusty old Willy's Wonderland PIN BALL machine against the wall for breaks. He nods. It'll do. *

He finds the refrigerator laying horizontal on its side. With almost Herculean strength, he manages to lift the fixture upright and looks inside -- nothing. He opens his sack and takes out the 2 six packs, places them on the rack. *

The Janitor slides the fridge to an outlet and plugs it in. VROOM! The SOFT PURR OF ENERGY. A slight wave of relief washes over his features.

The Janitor turns on the water... nothing, then:

BOOM. BOOM. BOOM.

The ROOM SHAKES like a stampede is coming... *

BOOM. BOOM. BOOM.

It's LOUDER. Getting closer and CLOSER. Then...

The FAUCET SPITS WATER. Rickety pipes. And the drain only drains....barely. That'll need work too.

The Janitor fills a bucket in the sink. He mixes in soap, making sure the water suds.

Then...BEEP. BEEP. BEEP. He looks at his watch. Break time. *

He wets a rag with soapy water and wrings it out. Goes over to the pinball machine and washes off the dusty glass exposing... *

... a mini-version of Willy's Wonderland, complete with rooms and animatronic characters. Of course, the main attraction for the big pay out is none other than Willy himself. *

He loads a ball and begins to play. In this moment in time, nothing exists for The Janitor but his game and his drink, and not necessarily in that order. *

Then, BEEP. BEEP. BEEP. Break over. *

The Janitor finishes his last ball with a quick flip of the paddles that sends the ball into the OZZIE THE OSTRICH hole, causing lights around Ozzie to flash, bells to ring, and digit counters to fall. *

He tilts to stop the game, crushes his can in his hand, and throws it into the trash bin. *

Back to work. *

34 INT. DINING AREA - NIGHT 34

The Janitor cleans the checkered tile.

The STAINS TURN BRIGHTER RED as The Janitor swings the mop.

35 INT. DINING AREA - NIGHT 35

A FEW FEET AWAY OZZIE THE OSTRICH OPENS HIS EYES.

Ozzie the Ostrich is 7' - two of those being his neck.

He has a sharp orange metal beak, a lengthy set of eyelashes, and three loose feathers atop his head. *

36 INT. DINING AREA - NIGHT 36

THE JANITOR Rings out the mop. The WATER in the bucket TURNS DARK RED.

A VOICE breaks the silence:

OZZIE THE OSTRICH (O.S.)
How old are you? Ha. Ha. Ha. *

The Janitor halts the cleaning, peers to Ozzie the Ostrich.

The bird feigns his OFF POSITION.

37 INT. KITCHEN - NIGHT 37

The Janitor dumps the filthy water, fills the bucket again.

38 INT. DINING AREA - NIGHT 38

The Janitor continues to mop, the floor looks great.

With The Janitor not paying attention, OZZIE THE OSTRICH SPARKS TO LIFE AGAIN.

OZZIE THE OSTRICH
I bet you like to have fun.
Yep. Yep. Yep.

This time, The Janitor doesn't turn, ignoring the malfunctioning machine.

OZZIE THE OSTRICH
I bet you taste real good. Yum. *
Yum. Yum. *

The Janitor stops, spins.

Ozzie the Ostrich is still as a statute.

The Janitor turns his back to The Ostrich and mops more.

Ozzie steps forward, his POWER CORD UNPLUGS from the wall.

Ozzie is very slowly, very methodically moving toward The Janitor -- one step, then another.

He's quiet and eerie, a spooky lurch to each movement.

The Janitor freezes, checks behind him. He notes that Ozzie has moved at least three feet. *

With confidence, The Janitor turns away and keeps mopping.

Ozzie the Ostrich takes another step forward. And another. *

The Janitor dips the mop in the bucket, rings it out.

Ozzie makes his eyes and beak as wide as possible. His torso dances left and right with each crooked step. *

Mop in hand, The Janitor nonchalantly spins to face Ozzie.

The bird fakes the OFF POSITION, even though it is well within striking distance.

The Janitor studies the bird, pokes Ozzie with the mop.

Nothing.

He does it again.

POKE. POKE.

Long pause. Then:

Ozzie the Ostrich comes to life with a terrifying SCREECH, like a small animal caught in a trap. *

Ozzie's eyes flutter wildly as his long neck whips toward The Janitor, his beak snapping with violent intention.

OZZIE THE OSTRICH
I'm going to feast on your face.
Yes. Yes. Yes. *

The Janitor doesn't jump, bellow, or show any emotion. He doesn't run, doesn't hide, and he certainly doesn't beg for God to save him. * *

Instead, he bobs and weaves with the agility of a trained prize fighter, blocking with the mop, and avoiding each and every thrust of Ozzie's crazed attack. Every missed lunge seems to infuriate Ozzie even more, driving him into a frenetic fury until finally...

The Janitor gets grazed across the cheek. And for a moment the action stops, and time seems to stand still. Then the Janitor reaches up, and in Bruce Lee style, touches the small stripe of blood on his cheek and tastes it.

For the first time we see a small flash of emotion in The Janitor's eyes. (And is that the hint of a smile on Ozzie's beak?)

Then, in one smooth move, The Janitor flips the mop, SNAPS it in two discarding the absorbent end, and nods. Game on!

Ozzie resumes his attack using both his beak and clawed feet but this time, rather than dodging and parrying, he steps in and CRACKS Ozzie fast and hard across the neck.

WHAM!

And OZZIE THE OSTRICH'S ESOPHAGUS CRUMPLES SIDEWAYS.

The bird is stunned. The last thing this demonic creature expected was to get its electronic ass kicked.

Using the mop handle like a staff, The Janitor systematically dismantles his thrashing, would-be killer, beating the shit out of him.

WHACK! Body shot.

CRACK! Neck shot.

BAM! BAM! Two BLASTS across the face.

And The Janitor is only getting warmed up!

He sweeps the legs.

The Ostrich falls and The Janitor goes to town on his chest. Ozzie takes a savage pummeling. The Janitor finally halts.

39 INT. DINING AREA - MOMENTS LATER 39

Ozzie the Ostrich is a pile of wires, TWITCHING and struggling on the floor. The fiendish fowl can only mutter...

OZZIE THE OSTRICH
Can't you give a bird a break? *

... Before The Janitor stomps on Ozzie's face, CRUSHING HIS SKULL.

And that's the end of Ozzie the Ostrich.

40 INT. HAYESVILLE SHERIFF'S OFFICE - NIGHT 40 *

As small as one would imagine. Three rooms with two jail cells and a lot of outdated technology. *

Entering the main office are Sheriff Lund and EVAN OLSON (36), State Trooper, average build with a happy-go-lucky smile and an aw-shucks attitude.

EVAN
Sheriff... if I may? Why'd you request the State to send backup for one night to curfew a place the size of a postage stamp? *
(laughing)
Don't get me wrong, I got a wife and a kid on the way, and I do love the overtime pay --

SHERIFF LUND
(not chatty)
Double overtime pay.

A long beat. Evan stirs his coffee. *

EVAN *
So what's the plan the rest of the evening?

SHERIFF LUND
See that phone?

Evan clocks it on a nearby desk, nods.

SHERIFF LUND (CONT'D)
We gonna sit here and pray it don't ring.

41 INT. WILLY'S WONDERLAND - NIGHT 41 *

The dining area is spectacular! The tile is shiny, the tables and chairs are reset. The place looks brand new. Or at least as brand new as a decrepit shit-hole can look.

The Janitor, with a strip of duct tape now covering the cut on his face, shoves Ozzie (or what's left of him) into a trash bag. He ties it and pushes the front door... *

Not happening. It only opens about an inch and a formidable padlock and chain on the outside has his ass locked in.

No biggie, he drops the garbage at the entrance. Then--

BEEP. BEEP. BEEP. He looks at his watch. Break time. *

42 INT. KITCHEN - NIGHT 42

As he did before, the Janitor opens the refrigerator and pulls out a soda, pops it open and takes a long, satisfying swig. *

He sets it on the pinball machine and begins to play. *

TIME DISSOLVE and BEEP. BEEP. BEEP. Break over. *

The Janitor finishes his last ball by flipping it into the Gus the Gorilla hole, causing lights around Gus to flash and digit counters to fall. *

He tilts to stop the game, crushes his can in his hand, and throws it into the trash bin. Two Points! *

Back to work.

43 INT. MEN'S ROOM - NIGHT 43

The Janitor enters, flips on the lights.

It's a disgusting mess. There's a fair amount of human waste/fluids covering the walls, plus blood in the sink.

A sign on one stall reads *"Out of order. Willy clogged it."* *

The Janitor scrubs the bathroom mirrors. Using Windex and a paper towel, he wipes away the dust and grime.

The Janitor hits the sinks, dousing them with Comet, and scrubs until they're white.

The urinals and toilets follow.

The Janitor never shows a negative emotion as he works his ass off to get them clean.

As he's finishing:

WILLY AND FRIENDS (O.S.) *
(singing)
It's your birthday and we want you to have fun.
(MORE)

WILLY AND FRIENDS (O.S.) (CONT'D)
It's your birthday and let's party, everyone!

The Janitor sighs, exits the bathroom.

44 INT. DINING AREA - NIGHT 44

Willy and his crew are crooning and capering their normal birthday routine. *

Willy's arms gyrate. He's conducting the orchestra, his head facing forward, steady and still. *

WILLY *
It's your birthday, put a funny hat on your head. It's your birthday...

Willy spirals his mechanical neck toward The Janitor -- suffice it to say, it is unnatural. *

WILLY *
... and we're going to kill you dead!

The Janitor throws the power switch, WILLY SHUTS OFF. *

45 INT. DINING AREA - NIGHT 45

The Janitor curves his attention back toward the men's room. *

The bathroom door swings to and fro... something has beaten him in there. *

46 INT. MEN'S ROOM - NIGHT 46

Pitch black. The Janitor flicks the switch and illuminates the room. Looks flat out pissed when he sees:

His crystal-clean mirror has been defaced.

Written in blood on the mirror:

I'LL MAKE SOUP FROM YOUR BONES.

The Janitor immediately hits the mirror with Windex, wipes off the words.

A long beat of mirror cleaning before:

GUS THE GORILLA (O.S.)
My name is Gus. I come from the jungle.

The Janitor doesn't answer, keeps working.

GUS THE GORILLA (O.S.)
Would you want to play a game?

The Janitor swerves, investigates the stalls. He spots nothing.

GUS THE GORILLA (O.S.)
Let's play hide-and-seek.

BOOM! A STALL DOOR SLAMS SHUT.

BOOM! Another.

BOOM! Another.

It's as if some invisible, otherworldly presence has taken control of the stalls.

GUS THE GORILLA (O.S.)
You'll never find me.

The Janitor wipes the last smudge off the mirror, drops the Windex.

GUS THE GORILLA (O.S.)
But when I'm ready, I'm going to tear out your eyes and feast on your soul! *

The Janitor heads to the first stall. Checks under the door, it appears empty.

He kicks the door in. Nothing. *

GUS THE GORILLA (O.S.)
You're icy as an igloo.

The Janitor moves to the second stall.

BOOM, again, kicked open. Zero. *

GUS THE GORILLA (O.S.)
Happy day! You're getting warmer.

The Janitor walks to the third stall.

BOOM, the third door. It's empty too. *

GUS THE GORILLA (O.S.)
(louder)
Hot as a pancake on a griddle
and just as yummy.

The Janitor walks to the final stall and kicks it open. At first, nothing, just like the others, and then...

GUS THE GORILLA swings down, using the front of the stall like a gymnasts high bar, and double kicks The Janitor across the room where he smashes into the wall!

Gus is a 5' Silverback Gorilla with a yellow shirt. His face in a permanent snarl, like one would find on an aging barfly. His fists are huge, worn, and thick like a back alley pugilist. *

GUS THE GORILLA
Gorilla greetings --

CRACK!

The Janitor hits Gus square in the face with his best haymaker. No effect. He hits him again, hard, and Gus barrels with LAUGHTER.

GUS THE GORILLA
That tickles. Tickling makes me
laugh and laughing makes me
hungry. *

Now it's Gus' turn to play and he grabs The Janitor and pile drives him back into the wall.

GUS THE GORILLA
I think I'll peel you like a *
banana. Gus loves bananas, yum! *

And with that, Gus drives The Janitor helplessly into the wall again, and again before turning and throwing him into a stall, nearly knocking the door right off its hinges. Gus bellows with LAUGHTER and pounds his chest like Tarzan.

He's having a hell of a time when, all of a sudden, the * business end of a toilet plunger swallows his face, driving * Gus backward, bashing his head into the mirror, smashing it. *

On the other end of the plunger is The Janitor and he maintains his advantage, using the suction of the plunger to pull Gus's head toward him and drive it again and again into the concrete wall that was behind the shattered mirror.

Gus struggles but to no avail as the back of his head begins to cave in.

Now The Janitor flips him around and, using his boot against Gus' chest, shoves the pummeled beast off the plunger and into the stall.

The Janitor tosses the plunger aside and enters the stall behind him.

47 INT. MEN'S ROOM - THE HANDICAPPED STALL 47

He forces Gus's head into the toilet.

WHOOSH. A flush.

The Janitor brings Gus up for air (not sure if a robot needs air), then shoves it back into the bowl again.

SPLASH! WHOOSH!

GUS THE GORILLA
(terrified)
Stop...

The Janitor forces Gus's jaw onto the lip of the bowl, stands and...

KA-WHACK!

...CURB-STOMPS Gus's satanic gorilla ass.

Gus the Gorilla's JAW is SMASHED TO PIECES.

The Janitor brings the boot down again...

KA-WHACK!

...and SNAPS THE ROBOT'S SPINE IN TWO.

GUS THE GORILLA
(dying)
I'm an endangered species...

Gus lies broken on the floor of the stall.

The Janitor stands triumphant over him.

48 INT. MEN'S ROOM - NIGHT 48

LATER.

Other than the missing mirror, the bathroom is spotless. The urinals, stalls, and seats are winter white, springtime fresh.

It's so clean that patrons could eat off the floor.

By a sink, The Janitor, shirt pulled up under his arms, is tightly wrapping duct tape around bruised ribs. He twists one way, then the other, popping vertebrae back into place. Satisfied, he pulls his Willy's shirt back down. *

49 INT. WILLY'S WONDERLAND - NIGHT 49 *

The Janitor throws a garbage bag with the broken remains of Gus the Gorilla onto the floor beside Ozzie the Ostrich's bag. *

The Janitor senses eyes on him. Willy is staring at The Janitor. *

The Janitor turns, meeting Willy's eyes. *

BEEP BEEP BEEP. Break time.

50 INT. KITCHEN - NIGHT 50

The Janitor grabs a soda from the fridge, pops it open, takes a long swig, starts playing pinball, and loses himself in his ritual.

51 EXT. WILLY'S WONDERLAND - NIGHT 51 *

The marquee is lit with FLICKERING NEON. *

Four dirt bikes SKID into the parking lot followed by a late model pickup truck. Liv, Chris, Aaron and Dan jump off their bikes and Bob and Kathy hop out of the pickup. *

They all go to work unloading several LARGE GAS CANISTERS from the bed of the pickup and a pile of twigs and shrubs for camouflage. *

With Liv directing, Aaron, Dan and Chris space cans out along the outside of the building while Kathy hides them as best she can with shrubs. *

Bob takes an extra gas can and makes gasoline fuse trails from the camouflaged cans out to a point a safe distance away in the parking lot. *

Cans camouflaged and in place and fuse trails ready, Aaron flicks open and lights up his zippo. *

But Liv quickly snaps it shut. *

LIV
Not yet. That guy's inside. We gotta get him out first. Willy and his pals are the only ones dying tonight. *

52 INT. WILLY'S WONDERLAND - KITCHEN 52 *

Half the kitchen is orderly, the other half a work in progress. The oven is open. The Janitor is squeezed half inside, scrubbing the hell out of this grease machine.

A long, unsettling beat.

Then: *BAM! BAM! BAM!*

A KNOCK on the DOOR.

53 INT. DINING AREA - NIGHT 53

The Janitor walks to the door and puts his face to the glass, peeks out between the boarded up slats.

54 EXT. WILLY'S WONDERLAND - NIGHT 54 *

The teens look like deer caught in headlights as they stare up at the imposing Janitor. After a beat, Liv approaches the glass.

LIV
Hey Mister, you're not safe in there. We've come to get you out.

The Janitor waves them off and walks away.

KATHY
Well that was rude...

BOB
Maybe he doesn’t wanna be saved.

LIV
Well, tough shit, I’m getting him out whether he likes it or not.

AARON
You wanna go in there? With those THINGS? Are you high?

BOB
If he doesn’t wanna be rescued that’s his choice.

LIV
He doesn’t understand the danger he’s in. How could he? Sorry but I’m just not ok with letting someone die if we can do something about it.

CHRIS
She’s right.

They all look at each other. They know it’s true.

BOB
Alright, fine, let’s do it and get it over with.

AARON
How do we bust in? That bitch is locked up tighter than like Fort Knox.

Liv thinks...

LIV
Not us, me. I’ll figure out how to get in but I’m not putting you guys in danger. You just figure out how to get us out once I do.

55 INT. WILLY'S WONDERLAND - KITCHEN - NIGHT 55 *

The Janitor scours deep in the stove. Then a NOISE...

HE STOPS. HEARS FOOTSTEPS ABOVE HIM. SOMEONE'S ON THE ROOF.

After he listens for a few beats, he shakes his head and resumes scrubbing.

56 INT. WILLY'S WONDERLAND - DINING AREA - NIGHT 56 *

ON THE MASCOTS. They hear the SOUNDS ON THE ROOF TOO.

Some swivel their heads and look at each other ominously.

Then they look to Willy. *

Willy subtly nods... *

57 EXT. WILLY'S WONDERLAND ROOF - NIGHT 57 *

Ducts, fans, turbine vents...

Liv has found AN OLD FAN SHAFT. She pries at the filter cover with a switch blade as Chris watches.

CHRIS
Liv, this is ridiculous, I'll go.

LIV
Like hell you will!

CHRIS
It's too dangerous.

LIV
Chris, I don't need you to protect me. I'm insisting we rescue this guy, so I'll go.

CHRIS
(exasperated)
Ok, compromise, we'll go together!

LIV
No. It's faster, safer and stealthier if I go in alone. You'll only slow me down.

POP! The cover falls of.

LIV
But what you can do is keep those knuckleheads down there in line and make sure we have a way out cause we won't be able to get out the way I'm going in. The second we're out, I want us to be able to light the fuse and boom. Got it? *

CHRIS
(reluctant)
Yeah. But before you go...

He makes a move to kiss her. She pulls away.

LIV
Chris, stop embarrassing yourself.

Before Chris can respond, Liv crawls in the air shaft and is gone. *

58 INT. AIR SHAFTS - NIGHT 58

A maze of narrow shafts. Liv shimmies through. Beams of pale light spear up through vents. She catches glimpses of various rooms below through slats in small vents.

She comes to a fork in the shafts. Which way to go? Eenie-meenie-miney mo. She goes left. * *

59 INT. ANOTHER SHAFT - NIGHT 59

She crawls down the new duct.

A gust of air WHOOSHES through and blows her hair. Then a NOISE. She freezes. The light shifts. A shadow moves behind her. Someone...or some*thing*, is in the duct with her.

She looks back. The shadow is getting bigger.

LIV
Oh shit.

She crawls quicker. The shaft gets curvy. She scrambles as fast as she can, taking sharp turns. Whatever's behind her, it's still coming.

Closer. CLOSER! It rounds the corner to reveal--

ARTY THE ALLIGATOR!

Arty wears a painters smock and beret. A goofy reptilian version of an artist.

But goofy or not, when Arty opens his jaws wide, bearing his jagged teeth, it's terrifying!

Liv freaks out! She scrambles down the shaft faster than ever. Arty skitters after her at a clip. He SNAPS at her ass.

More tight corners. More forks in the shaft.

As hard as Liv tries to get away, Arty stays right behind her. Gaining.

Up ahead, Liv sees a vent that's large enough to squeeze through. She scrambles for it and frantically tries to pry the grating free with her knife.

Arty gets closer.

The grate is starting to give.

Closer!

It's stuck. She yanks. She pries. She jams in her knife.

CLOSER!

She's almost got it, when--

Arty is upon her! He bites one of Liv's boots. Liv kicks like mad. *

LIV
Let go you oversized handbag! *

She stomps and flails her feet, kicking Arty over and over in the face, trying to fend off the psycho gator.

Liv finally breaks her feet free and throws all her weight against the grate. POP! The grate breaks loose! Liv tumbles out of the shaft.

Arty is still coming!

He squeezes his head and shoulders out of the vent and then...

He gets stuck! Arty is too big to fit through.

60 INT. SIREN SARA'S FAIRY FOREST - NIGHT 60

It's a playroom with a fairy-tale forest theme. Fake trees, a tree house, rope ladders, rope bridges, etc.

Liv falls out of the air shaft, bounces off colorful synthetic tree branches and eventually lands with a painful THUD, made slightly less painful by the child-friendly cushioned floor. She looks up to the opening.

Seeing this, Liv jumps to her feet, elated.

LIV
Too tight a squeeze for you, you wannabe pair of boots? *

She picks up an old dented serving tray off the floor. She Frisbee's the round, metal disc at Arty's face.

CLANK! Direct hit!

LIV (CONT'D) *
Oooo ...that looks like it hurt! *

Alex's eyeball lights FLASH AND FLICKER with frustration. Arty has had enough.

ARTY THE ALLIGATOR
You're a real clever bitch!

With difficulty, Arty manages to squirm himself back into the vent and we can hear him crawling away down the air shaft.

Liv catches her breath and looks around.

It's dark and there's a maze of technicolor trees to get lost amid.

Liv takes a few steps when suddenly, SIREN SARA peeks out from behind a tree in front of her. She's the sexiest of the animatronics with a gifted body, pixie haircut, porcelain skin, and two fairy wings.

The freaky fairy with dead eyes GIGGLES like a little girl.

SIREN SARA
Let's be besties.

LIV
Uh, not today girlfriend.

Liv spins and runs the other way. Siren Sara ducks fast behind the tree again.

Liv zig-zags between the trees.

Siren Sara leaps and climbs a tree in record speed. Then she swings from rope vines like a spider monkey, BLURRING BY over Liv's head until she drops in front of her. Smiles wickedly.

SIREN SARA
Sisters before misters.

Liv runs back the other way. Sara leaps into the treetops again and chases her from above. She drops in front of her and opens her arms for a hug.

SIREN SARA
Let's hug this out girlfriend.

Liv panics. She tries to elude Sara but it's impossible. * Sara has the clear advantage. This is her world!

Liv finally spots the EXIT door and makes a run for it. *

Just as Liv's about to escape the room, a colorful rope-vine wraps around her and pulls her into the colorful foliage. *

SIREN SARA (O.S.) *
Friends til the end!

Liv SCREAMS as she disappears out of sight. *

61 INT. KITCHEN - NIGHT 61

The Janitor is now working hard to unclog the drain when he hears Liv's SCREAM.

He stops what he's doing. Cracks his sore neck and listens.

Long silent pause...

He sets down the long metal drain snake and goes to * investigate.

62 EXT. WILLY'S WONDERLAND - REAR OF BUILDING - NIGHT 62 *

Chris, Aaron, Dan, Kathy and Bob are sharing a joint in the back of the parking lot when they hear Liv's SCREAM. A BEAT as the reality sets in to their mildly baked brains. *

CHRIS
Holy shit that was Liv! She's in trouble. C'mon, we have to go in after her. *

BOB
And get killed too?! That makes so much sense. *

Chris scowls at Bob then starts climbing a fire escape.

BOB
Don't gimme the stink eye bud. I'm just being practical.

Aaron shakes his head at Bob and he and Dan follow Chris up.

BOB
Didn't you guys see Scream? Shit like this never ends well.

Bob and Kathy look at each other and shrug. Then they start climbing too.

63 INT. SIREN SARA'S FAIRY FOREST - NIGHT 63

The Janitor stands in the entrance way to the fairyland forest. All's quiet.

His eyes scan the trees. No signs of anything. *

Then a lone fake leaf falls from the canopy above. He watches it lazily make its way down, down, down to the ground, right in front of his feet.

He crouches to look at it. Just a fake leaf.

Then he spots a drop of something wet on the floor. It glistens in the light. Blood maybe? He touches it, rubs it between his fingers. It's black and slippery, feels a lot like...oil.

He looks up again but doesn't see anything out of the ordinary. He pulls the rag out of his back pocket and wipes up the spot.

Then a NOISE FROM ABOVE.

He looks up to see Liv burst through the leaves and hurl right towards him.

Reacting fast, The Janitor catches Liv as he falls backward onto the child-friendly, padded ground. She still has some frayed vine wrapped around her and her knife in her hand.

An awkward beat then she jumps up. So does The Janitor.

LIV
Mister, thank God you're still alive! We gotta get you outta here. Now. I stabbed the bitch but it won't stop her for long!

The Janitor isn't concerned. A little impressed maybe, but definitely not concerned. But he's got work to do so he turns and walks out of the room.

LIV
Hey! Hey, wait! Did you not hear what I just said?!

She chases after him.

64 INT. KITCHEN - NIGHT 64

The Janitor walks back in and heads back to the sink.

Liv follows him in, desperate to get his attention.

LIV
I don't think you understand. We've got to get out of here. Like, right now! Or you're going to be killed by those...those things.

He resumes unclogging the drain.

LIV
I'm telling you... I barely escaped the alligator in the air duct trying to get in here and that freaky fairy just tried to kill me in the forest!

The Janitor's busy. Just keeps unclogging.

65 INT. WILLY'S WONDERLAND - DINING AREA - NIGHT 65 *

Sara Siren emerges from a dark hallway and silently returns to her place on the stage behind Willy. *

Once she hits her spot, she freezes like a statue again.

66 EXT. WILLY'S WONDERLAND ROOF - NIGHT 66 *

Chris, Aaron, Dan, Kathy and Bob are at the open shaft where Liv went in.

CHRIS
Alright, we go in fast, we split up and as soon as we find Liv and this Janitor dude, we're out.

AARON
Agreed no heroics. No Batman bullshit.

CHRIS
Right. You'll only be making it less safe for everyone else.

BOB
You mean, kinda like Liv just did?

Chris stiffens. Defensive.

CHRIS
Excuse me?

BOB
Exactly what you just said not to do is exactly what our fearless leader Liv just did. And now we're all probably going to get fucked up trying to save her.

KATHY
Bob!

BOB
What? It's true!

A moment while everyone takes this in. He does have a point. Then...

CHRIS
Fine, I'll go in myself!

BOB
Oh kick rocks, Chris, when are you gonna get it through your thick skull? Kissing her ass ain't gonna get you laid, but it most likely will get you killed. No chick...
(to Kathy)
Cept for you babe.
(back to Chris)
...is worth that. So y'know what? We're out.

Bob grabs Kathy's arm and they start to walk away. Chris sees red. He runs at Bob and tackles him from behind. They go down hard, THUD!

Their collective weight causes Chris and Bob to break through a weak spot in the roof. They disappears into a hole of wood and dust.

BOB AND CHRIS (CONT'D)
AAhahAHAaaa!

KATHY
Bob!

67 INT. WILLY'S WONDERLAND - DINING AREA - NIGHT 67 *

Bob and Chris CRASH through the ceiling, hurl down and... *

68 INT. WILLY'S WONDERLAND - DINING AREA - THE BALL PIT 68 *

...completely disappear beneath the surface of the balls. *

Aaron, Kathy and Dan rush to the big hole and peer down helplessly from above. The balls are still. Eerily still.

KATHY
(scared)
Bob?

Then, Bob pops up.

BOB
I'm OK!

WHEW!

Then Chris surfaces.

He and Bob look at each other and actually laugh.

BOB
Saved by the balls!

AARON
Don't worry guys, we're gonna figure a way to get you outta there.

CREEEAAAAK...

KATHY
What's that sound?

CRASH! The hole in the ceiling widens and Aaron, Dan and Kathy all fall into the balls as well. *

AARON, DAN, KATHY
AAaaAAaaAAahhHhaaaa! *

Everyone wades around and splashes balls at each other. It's almost fun.

BOB
(to Kathy)
Wow, you haven't seen this many balls since Freshman year.

Kathy splashes a wave of balls at him.

They all climb out of the Ball Pit and stand in awe of the formidable animatronics. * *

Then they notice -- The Janitor! *

He stands in the doorway to the kitchen. He looks pissed.

Liv steps out from behind him. *

CHRIS
(overcome)
Liv. You're alive! Thank God...

He rushes to hug her but she shuts him down.

LIV
Don't even think about it.

He stops awkwardly, arms outstretched.

LIV
(re The Janitor)
I'm trying to make this guy understand that he's in mortal danger in here but he won't listen. I thought we all agreed that you guys would stay and find us a way out. Now how the hell-

Liv stops mid-sentence when she notices the garbage bags filled with robot parts near the front door. Then she sees a few empty spots on stage. Everyone, except the Janitor, follows her gaze.

All at once, it dawns on her.

She turns to The Janitor.

LIV (CONT'D)
Wait...Did you--? By yourself...?

The Janitor's no response is his response. *

AARON
Wow...that's badass.

SUDDENLY WILLY AND HIS PALS SPARK TO LIFE: *

WILLY AND PALS *
(singing)
It's your birthday so come in and have some fun! It's your birthday so come join everyone!

LIV
Guys, it's happening! IT'S HAPPENIIIING NOOOOW!

Liv doesn't miss a beat.

She spots SIREN SARA on the stage and becomes enraged.

She sprints at the robots and zeros in on SARA --

LIV
This is the nasty bitch that tried to kill me!

In a split second, she pulls her knife from her pocket and whips open the blade.

LIV
We're ending this now!

She sends a death stab right to Sara's eye but...

...The Janitor catches her wrist an inch before striking Sara and effortlessly disarms her. He slides the knife into his pocket.

LIV (CONT'D)
What the...? Who the hell do you..? Gimme that back!

Liv swings at The Janitor. He dodges it, lifts her over his shoulder as she kicks and SCREAMS.

CHRIS
Put her down...

Chris rushes The Janitor. Gets stiff-armed and falls pathetically.

CHRIS (CONT'D)
(from the ground)
...please?

The Janitor plops Liv in a chair and gives her a scolding stare that says "*Don't fucking do that again*."

LIV
(sarcastic as hell)
Ok, this is good. We're connecting. You're sharing your feelings.

He turns and walks back into the Kitchen.

LIV
I'm trying to help you, dumbass. Don't you know what's going on here?

He doesn't care. Keeps waling. Liv pops up and follows behind him, her crew tentatively in tow.

69 INT. KITCHEN - NIGHT 69

The Janitor resumes his unclogging and cleaning as Liv continues.

LIV (CONT'D)
I know the bullshit story they told you, if you clean up the place tonight they'll pay to have your tires fixed by morning, right? It's A LIE! They've said the same thing to countless others over the last 20 years. They baited you. You're here to be a human sacrifice. You're here to die and be eaten, don't you get it?

He keeps cleaning. Liv's frustrated by his silence.

LIV
Maybe if you knew what the hell is really going on here you'd understand. This town has a dark history. And it all starts with this horrible place...

70 INT. WILLY'S WONDERLAND - DAY 70 *

FLASHBACK

Willy's Wonderland is bright, fun and inviting. Willy and his buddies are new. The place is packed. *

LIV (V.O.)
Willy's Wonderland may seem like a simple child's play place, but it was, and is, much, much more than that. *

KIDS, FAMILIES watch as WILLY SINGS AND DANCES ON STAGE. There are several birthday parties happening at once. *

LIV (V.O.)
Willy's was built in 1996. The brainchild of one Jerry Robert Wallace. If that name sounds familiar to you, it should. * *

JERRY ROBERT WALLACE (52) watches in the corner of the restaurant, a crooked grin on his face.

Jerry is wiry, balding with a bad comb-over, and sports a stained Willy's Wonderland staff shirt. *

LIV (V.O.)
Jerry was one of the more sick and sadistic serial killers of the last quarter century.

Kids eat hotdogs, play arcade games. Ozzie the Ostrich bops his head to late-'90s POP MUSIC.

LIV (V.O.)
Jerry had spent the better half of that decade cultivating similar sickos. These were the most depraved people you could imagine. They were child murderers, cannibals, necrophiliacs. And surprise, surprise, they decided to set up camp in our beloved little shit hole of a town. *

The WAITERS, WAITRESSES, and COOKS would instantly give anyone the chills.

LIV (V.O.)
Could you imagine bringing your kid to a happy-go-lucky play place run exclusively by vicious homicidal maniacs? *

A pizza cutter descends on an uncut pie, slicing through it.

71 INT. SUPER-FUN HAPPY ROOM 71

FLASHBACK

The entrance doors are closed. After a moment, they BLAST open. Jerry and a Waitress wave a FAMILY OF FOUR inside.

This room has no windows, it's painted with rainbow stripes and lit with disco lighting. A dining table sits center that is topped with a birthday cake.

LIV (V.O.)
Often, Jerry and his crew would whisk unsuspecting families away to Willy's Super-Fun Happy Room. *

Towards the front is a small stage. Jerry puts on a Willy Weasel life-size suit. *

LIV (V.O.)
Once inside, the family was treated to a birthday cake, and a private show from Willy Weasel. *

The suited Willy dances around, entertains the group. * Behind his back, out of sight from the family, Willy slowly * cocks his clawed hand. *

LIV (V.O.)
The shows always ended the same way.

Without warning, Willy swings down with his claws. *

Blood SPLATTERS!

END FLASHBACK.

CUT BACK TO:

72 INT. KITCHEN - NIGHT 72

THE PRESENT

The Janitor keeps cleaning, not interested in the story.

LIV
After numerous missing-people reports and suspicious smells coming from Willy's Wonderland, * the law felt it was time to investigate.

73 EXT. WILLY'S WONDERLAND - DAY 73 *

FLASHBACK

Newsreel footage: Willy's is surrounded by police vehicles. *

ARMED OFFICERS take positions around the establishment. *

LIV *
Jerry's sect refused to be taken * alive.

74 INT. WILLY'S WONDERLAND - NIGHT 74 *

FLASHBACK *

Armed officers in tactical gear move stealthily through the hallways, checking and clearing rooms. *

~~*KA-BOOM!*~~ *

~~With an EXPLOSIVE, SWAT breaches the front door, clears the diner. They move from space to space until they enter:~~ *

75 INT. SUPER HAPPY FUN ROOM - NIGHT 75 *

FLASHBACK

They enter the Super Happy Fun Room. *

Only it's no longer illuminated by rainbow-colored disco lights. Instead, the ambiance is set by an eerie array of black candles. *

A painted pentagram dominates the floor. Around it, Jerry and his followers lie dead. *

(Note: Jerry and some of his followers may be wearing their Willy's costumes w/o the heads.) *

LIV (V.O.)
When the police finally entered the Super Happy Fun Room, they discovered that Jerry and his gang had performed a Satanic suicide ritual, complete with a huge painted pentagram on the floor, black candles, the whole works. Instead of surrendering, the killers had taken their own lives. * * * *

END FLASHBACK. *

76 INT. WILLY'S WONDERLAND - NIGHT 76 *

THE PRESENT

The Janitor scrubs the stove. Liv still sits behind him.

LIV
Those familiar with satanic rituals speculate that the suicide ritual was some kind of a Katra Transfer Ceremony, whereby the memory and consciousness of the living are relocated to nonliving entities. In this case...
(pointing to Willy)
... the animatronic robots.

Willy's eye lights up, his teeth drip with saliva, and his body subtly moves.

77 EXT. WILLY'S WONDERLAND - DAY 77

FLASHBACK

Willy's is refurbished but still shows some signs of wear and tear. A large red banner hangs over the marquee that reads:

GRAND REOPENING.
Tons of fun for everyone!

A younger Tex MacAdoo welcomes families back to Willy's Wonderland.

LIV (V.O.)
Ten years later, Willy's Wonderland reopens. The new owner, one Tex MacAdoo, does his best to make the current public unaware of its horrific past.

Tex gives the biggest pie-eating grin known to man.

LIV (V.O.)
Things are bad from the start.

78 INT. WILLY'S WONDERLAND 78

FLASHBACK

A GIRL (9) attempts to give Gus the Gorilla a hug.

LIV (V.O.)
There were reports that the creatures moved on their own...

Gus squeezes her hard, almost suffocating her, before she manages to slip from his grip. Horrified, she runs to her family.

79 INT. SIREN SARA'S FAIRY FOREST 79

FLASHBACK

A OVERWEIGHT BOY (12) checks to make sure the coast is clear, then puts his hands on Siren Sara's breasts.

LIV (V.O.)
Some said things they weren't programmed to say...

SIREN SARA
Wanna fuck, fatty?

80 INT. DINING AREA - ON STAGE - DAY 80

FLASHBACK

A BIRTHDAY BOY (11) is presented with a big cake.

Willy maneuvers behind him, singing and dancing.

WILLY
(singing)
It's your birthday and we want you to have fun. It's your birthday so let's party, everyone.

Just as the Boy blows out his candles, Willy bends and BITES his neck. The Boy BELLOWS in pain. Blood sprays everywhere.

LIV (V.O.)
And sometimes, kill and feast on unsuspecting customers.

END FLASHBACK.

CUT BACK TO:

81 WILLY'S WONDERLAND - DINING AREA - NIGHT 81

THE PRESENT

As Liv tells her tale in the other room, Willy's eyes MOVE in that direction. *

LIV (V.O.)
After several ghastly incidents, Willy's once again closes its doors... *

82 INT. KITCHEN - NIGHT 82

LIV
...except Tex still doesn't bulldoze it to the ground. Why, you may ask?

The Janitor doesn't. He has a kitchen to clean and he's cleaning it. * *

Liv's emotional, fights off tears. Chris tries to comfort her but gets "the look" and keeps his distance. Aaron finally jumps in.

AARON
Because Willy got to him, that's why. Convinced him to make a deal with the devil- *

DAN
Along with all the other backwoods inbreds in this sorry town.

CHRIS
Hey speaking of backwoods inbreds, where'd Bob and Kathy go?

They all look around. No Bob and Kathy.

The Janitor keeps on scrubbing.

83 INT. SUPER-FUN HAPPY ROOM - NIGHT 83

Bob opens the door. CREEEAAAAK... He and Kathy enter the colorful but decaying room full of all sorts of bouncy furniture... even a giant bouncy birthday cake. In the room's center is a giant circular rainbow-colored tumbling mat.

KATHY
OMG... This is where it actually happened. This is where those kid killers offed themselves...

FLASH CUT

For several moment we see what KATHY imagines: *the full post-death ritual complete with pentagram, candles and dead bodies.* *

Then just as quickly, the room returns to its normal, colorful, happy fun room state.

Kathy is breathing heavily.

KATHY (CONT'D)
Is it weird that I'm getting really turned on right now?

BOB
You're one kinky bitch, you know that?

KATHY
That never seemed to bother you before.

She starts to touch herself. Bob loves it.

BOB
Who says it bothers me now?

He pulls her in close. Their hands are all over each other. Bob pulls her up on top of the bouncy birthday cake, kisses her passionately.

BOB
Happy birthday baby.

KATHY
(hot and heavy)
Its not my birthday...

BOB
(tearing at her clothes)
Yeah, I know. I just want to see you in your birthday suit.

84 INT. KITCHEN - NIGHT 84

The Janitor coils the drain snake. The kitchen sparkles.

LIV
Have you been listening to a word I've been saying?

BEEP. BEEP. BEEP. The Janitor looks at his watch: *BREAK TIME.*

85 INT. DINING AREA - NIGHT 85

SUDDENLY Willy and his crew COME TO LIFE, singing their hearts out: *

WILLY & THE BAND *
It's your birthday and we want you to have fun. It's your birthday and let's party, everyone!

Then the MACHINES SUDDENLY POWER OFF AGAIN.

Liv, Chris, Aaron and Dan rush from the kitchen to find...

Deathly silence. That is until:

WILLY ENLIVENS. A SPOTLIGHT HITS HIM. *

This time he sings A CAPPELLA. And it's not cheerful. It's slow. It's deep. It's dark... * *

WILLY *
It's your birthday and we want you to have fun. It's your birthday and let's party, everyone!

The group gazes at Willy, frozen with fear. *

WILLY ZIPS HIS HEAD IN A SEESAW MOTION. His eyes blink randomly. It's either a malfunction or a huge warning sign. *

ON NIGHTY KNIGHT

Nighty Knight is almost 6', with a classic medieval armor, a a helmet with a feather on top.

He has a metal glove on one hand and a sword in the other. His face is weathered; with missing teeth and a broken nose.

WITH A TWITCH OF HIS FACE, NIGHTY KNIGHT HAS COME TO LIFE...

He quietly steps off his “CASTLE” decorated platform and stays in the shadows as he creeps toward the teens. *

86 INT. KITCHEN - NIGHT 86

The Janitor opens the refrigerator. He smiles as he seizes a cold soda and begins his pin ball break ritual. *

87 INT. DINING AREA - NIGHT 87

Focused on Willy, everyone is oblivious to Nighty Knight as he lurches up behind Aaron. *

Willy winds up for one dramatic, final verse. *

WILLY *
It’s your birthday and we want you to have fun. It’s your birthday so let’s kill everyone. *

ON NIGHTY KNIGHT

He looms right behind Aaron, broadens his mouth and CHOMPS DOWN HARD, taking a huge hunk out of Aaron’s neck!

Aaron SCREAMS as his blood spews all over the dining area.

For a moment, everyone is frozen in shock. Then, Nighty Knight drives his sword straight through Aaron’s chest, finishing him off.

Dan passes out cold onto the bloody floor.

Chris grabs Liv’s arm...

CHRIS
We gotta go! Now!

...but she yanks it away.

LIV
Damnit Chris, I’m not your damsel in distress!

CHRIS
I tried Liv!

Chris cuts bait and runs like hell at the front door. He bashes into it with all his might and...SLAM! The chain catches and bounces him backward, hard onto the ground where he groans in pain.

Liv shakes her head in disgust...

LIV
Some hero...

...and as Nighty Knight begins to make a meal out of Aaron, she gets to work reviving Dan and dragging his chubby body near to where Chris is starting to recover and as far from the mayhem as she can.

LIV
(taking control) *
Can you guys just try to stick together and stay away from those things for a minute while I figure out where the hell Bob and Kathy disappeared to?

Willy watches the helter-skelter, a glint in his eye and... * a smile on his face.

88 INT. KITCHEN - NIGHT 88

The Janitor is in the zone as the silver ball bounces * manically between Nighty Night, then Arty the Alligator, * then Siren Sara, then Cammy the Chameleon. BELLS CHIME, * LIGHTS FLASH AND DIGIT COUNTERS FALL... just before his * watch BEEPS signaling his break is over. *

Suddenly, he becomes aware of the horrible SOUNDS coming * from the other room. He crushes his can and hits a two * pointer. What now?

89 INT. DINING AREA - NIGHT 89

THREE MORE ANIMATROINCS COME TO LIFE.

TITO THE TURTLE wears a sombrero and is dressed in a torn mariachi outfit. He has two stout flippers that flap haphazardly. His face is friendly, with eyes that spin and a sharpened beak that sparkles in the flickering lights.

CAMMY THE CHAMELEON is a pink chameleon with long eyelashes, a seductive voice, a long extendable tongue perfect for catching, bludgeoning and strangling, and the near super-ability to change color and blend into her background as needed.

And we've already met Siren Sara. She's a treat.

The insane ROBOTS WADDLE, HOP, AND SKIP for Dan and Chris.

Willy remains motionless. He's pleased to spectate. For now. *

90 INT. SUPER-FUN HAPPY ROOM - NIGHT 90 *

As Bob and Kathy fuck away, a hidden service door silently slides open and Arty the Alligator waddles into the room. The door closes behind him.

He watches the sex with an idiotic, plastered grin.

INT. DINING AREA - NIGHT *

Nighty Knight takes a last bite out of Aaron and tosses his body aside. *

Pulling his sword from Aaron, he raises it toward Chris and Dan. *

NIGHTY KNIGHT *
Chivalry is a way of life. *

Nighty Knight's face is covered in gore and viscera. Chris and Dan are terrified. *

DAN *
Oh my God, oh my God, oh my God. *
What are we gonna do? *

Chris has already made his decision and starts running toward the hallways. *

CHRIS *
Every man for himself! *

DAN *
But Liv said to stick to... *

His voice trails off as he finds himself alone and staring down a slowly approaching Nighty Knight. With no other choice, he too dashes toward the hallway matrix. *

INT. SUPER-FUN HAPPY ROOM - NIGHT *

Kathy is on top, bumping and grinding. She stops her movement, hearing the SCREAMING AND COMMOTION from the front of Willy's. *

BOB
Why are you stopping, babe?

KATHY
You don't hear that?

BOB
I do. I just don't give a shit.

They switch positions. Bob goes to work. Kathy is situated so she's now facing Arty the Alligator. She's suddenly spooked. *

KATHY
Whoa! Was that always here? *

BOB
I don't know.

KATHY
It's staring at us.

BOB
So, we got an audience now. Just get into it.

Arty watches her -- she kinda starts to dig it until...

ARTY THE ALLIGATOR SPREADS HIS JAW. Kathy tenses.

KATHY
Bobby, that thing just moved.

BOB
(not cool)
Really?

Arty is now SNAPPING -- the alligator is getting off to what he's watching.

KATHY (CONT'D)
Holy shit!

ARTY THE ALLIGATOR ROARS, dilates his mouth wider to reveal black sludge dripping from a set of jaggedly sharp teeth.

91 INT. TITO'S PLAY PLACE - NIGHT 91

An activity room. There's a jungle gym, a slide, an obstacle course, a Nerf squishy pit, etc.

Dan takes cover under the slide and quivers.

Suddenly the LIGHTS FLICKER ON AND OFF.

Pitch black! Bright light! Pitch black! Bright light!

Siren Sara and Tito the Turtle appear in the doorway.

TITO THE TURTLE
Hola! Dónde estás, mi amigo maduro y sabroso? *

(SUBTITLE: Hello! Where are you my ripe and tasty friend?) *

SIREN SARA
Yoo-hoo...can't you see how lonely I am in this faraway fairy kingdom? *

Dan looks toward the exit. Siren Sara and Tito the Turtle enter and dash in separate directions. He immediately loses track of them. *

DAN
(praying)
Dear God, please save me. I promise I'll be good... *

SIREN SARA (O.S.)
It's been so long...

There's a flash of light. Siren Sara appears by the big blocks. *

The lights drop. Pitch black again. *

SIREN SARA (O.S.)
...since I've had a boy to play with.

Another blast of light.

Siren Sara is now by the jungle gym. Her jaw expands wide -- unnatural, scary.

Darkness again.

SIREN SARA (O.S.)
I need you...

Dan keeps turning with each pulse of the light, Sara always on a different side than he's looking.

A burst of light and suddenly Siren Sara now peers out from the other side of the slide -- she's right next to Dan.

SIREN SARA
...to die. *

Dan quickly rolls, avoiding her grasp. She lets out a HIGH-PITCHED SHRIEK.

He sprints under the monkey bars, running in a straight line toward the squishy pit -- Siren Sara in hot pursuit.

Then Tito the Turtle springs out of the squishy pit. Strums his guitar Mexican style.

TITO THE TURTLE
Ven Aquí, my chubby little
Churro.

Dan freezes in fear. Suddenly, Siren Sara flies in from nowhere and wraps her legs tightly in a figure four lock around his face. Unable to breath or see, Dan stumbles and then tumbles into the squishy pit where Tito is already * hungrily waiting. *

Nerf bricks fly as he's torn apart and devoured by Tito and * Sara.

Dan's hand slowly disappears below the surface of the soft foam chunks.

92 INT. DINING AREA - NIGHT 92

Liv returns to find Chris and Dan gone from where she left them.

LIV
Chris?! Dan?! Now where the hell
did they go?

Suddenly, Nighty Knight's sword SMASHES into a table, destroying it.

Nighty Knight swings his blade wildly at Liv. She ducks behind a chair. Nighty Knight kicks it out of the way. *

She dives under a table. Nighty Knight puts his sword right through it. *

NIGHTY KNIGHT
I'm going to slay ye like a drago-

But Liv slides from beneath the table and in an incredibly agile move, sweeps Nighty's feet out from under him. He smashes face first to the ground.

Liv tries to crawl away but Nighty Knight, suddenly moving much faster than we'd expect, grabs her by the ankle.

NIGHTY KNIGHT
Not so fast ye pint sized harlot!

Liv uses her free foot to kick Nighty once, twice...

LIV
Let. Go. Of. Me.

...three times, in the face. But his grip holds tight. He gets to his knees and raises his sword high, preparing for the death blow. *

NIGHTY KNIGHT
Not tonight said Nighty Knight!

But the death blow doesn't arrive. Instead, NIGHTY KNIGHT'S SERVOMECHANISMS WHINE as his arm is bent backward till it squeaks and snaps and his sword drops to the floor with a loud CLANG.

It's The Janitor.

NIGHTY KNIGHT
Merlin's beard!

Now, the Janitor does something that seems almost impossible, considering his size and the relative largess of Nighty Knight. He lifts Night Knight over his head, twirling him round and round like a professional wrestler until he... * *

NIGHTY KNIGHT
The king shall have your hea-

...smashes him into the wall.

WHAM!

Nighty Knight's FACE CRACKS INTO SEVERAL PIECES.

Again, The Janitor lifts him over his head and this time he drops him hard on his knee for a back breaker.

CRACK!

Nightly Knight shrieks and whines before The Janitor picks up one last time, this time by the waist, and slams him onto his head with devastating power using a German Suplex throw.

WHOMP!

And that's the end of Nighty Knight.

Liv catches her breath and wipes the hair from her eyes.

LIV
Let's go get the others!

Liv points toward the rooms. The Janitor motions for her to give him one second.

He unspools a black garbage bag, hands it to Liv. She holds it agape, bemused as he stuffs Nighty Knight's remains inside.

93 INT. GUS' GREAT ARCADE - NIGHT 93

Large arcade games, pinball machines, a ticket booth.

Chris dashes through the dark and spooky space and hides behind the booth.

Frantically searching his pockets, he finds his cell, dials.

94 INT. HAYESVILLE SHERIFF'S OFFICE - NIGHT 94

True to her promise, Sheriff Lund and her backup have not left the office.

The PHONE RINGS.

She and Evan stare at each other, then peer to the phone at the center of her desk.

It RINGS SEVERAL TIMES before Sheriff Lund cautiously reaches for the receiver and answers.

SHERIFF LUND
Hayesville Sheriff's office.

95 INT. GUS'S GREAT ARCADE 95

Chris is balled up, being a wuss, keeping his head as low as he possibly can.

CHRIS
(whispering)
Sheriff?

SHERIFF LUND (V.O.)
This is Sheriff Lund.

CHRIS
It's Chris Muley.

SHERIFF LUND (V.O.)
What can I do you for, Chris?

THE ARCADE SPARKS TO LIFE.

All the GAMES COME ON, SOUNDS fill the room. TV SCREENS FLICKER AND FLASH TO LIFE.

Cammy Chameleon is in the doorway.

CHRIS
The guys and I did something stupid.

96 INT. HAYESVILLE SHERIFF'S OFFICE - NIGHT 96

Sheriff Lund loses color. A "please-don't-tell-me" mien crosses her face before:

CHRIS (V.O.)
We went to Willy's. *

Sheriff Lund hangs up fast. CLICK!

EVAN
Trouble?

SHERIFF LUND
Prank call.

The PHONE RINGS AGAIN. Sheriff Lund doesn't answer. *

EVAN
Want me to get that?

SHERIFF LUND
People make their bed, they must lie in it.

EVAN
Uh... I'm pretty sure the saying is "protect and serve", Sheriff. *

SHERIFF LUND
Watch your mouth, funny guy.

The MESSAGE MACHINE CLICKS ON: BEEP!

CHRIS (V.O.)
Liv brought us! We're all stuck inside and--

SHERIFF LUND
(answering)
Liv? Son of a bitch! Get your asses out of there, son!

Sheriff Lund ends the call, grabs a shotgun.

SHERIFF LUND
Get your balls on, Evan.
(cocks it)
We're going to Willy's. *

97 INT. SUPER-FUN HAPPY ROOM - NIGHT 97

Bob desperately fights an excited and chomping Arty the Alligator. Kathy SCREAMS for help and pulls at the glass door to get out. It won't budge.

Bob wildly throws punches which only make Arty giggle with laughter.

Arty BITES into Bob's arm, yanks him to the ground.

BOB
Argh! Run, Kathy! Get out!

Kathy continues to pull at the glass door to no avail. Arty is already feeding on Bob. *

She freaks and pulls with near super-human strength and...

...manages to get the door open a crack. She begins squeezing and contorting her body through.

KATHY
I want to go hoooome!

She's hysterical, half-naked and face smeared with makeup.

98 INT. HALLWAY - NIGHT 98

The Janitor and Liv spot her as she's almost out. She's sees them coming down the hallway towards her and a moment of relief washes over her face before...

...it quickly changes to a look of pain and horror as she's dragged back into the room.

The DOOR SLAMS CLOSED.

Liv is stunned. The Janitor, moving quickly. *

The glass is splattered with more blood with every passing moment.

99 INT. GUS'S GREAT ARCADE - NIGHT 99

Cammy Chameleon skips through the arcade.

CAMMY CHAMELEON
Hello? Little boy? You don't need to be afraid of me. I'm not the same as the others.

Chris peeks out, doing his best to stay out of sight.

CAMMY CHAMELEON
They're so mean to me. They call me ugly and make fun of my colorful skin. I'm trapped in this body. I just want to be free.

Cammy darts around the room, searching for Chris. As she does, *her color shifts to match the backgrounds she passes. Its an eerie, almost illusory effect. And to a normal person, it makes her near-invisible!*

CAMMY CHAMELEON
I guess I don't expect you to believe me. I hoped that you were different.

Chris ponders his next move, leaves his cover. Dumbass.

CHRIS
My name is Chris. If what you're saying is true and you're not like the others, I'd like to offer to help you in your journey to the next one.

CAMMY CHAMELEON
(smiling)
You'll... you'll set me free?

100 INT. HALLWAY - NIGHT 100

KATHY'S SHRIEKS are MUFFLED by the door.

Liv tries with all the strength she can muster. She can't get it to budge. The Janitor gently moves her aside.

With one SWIFT KICK, he sends the DOOR SPLINTERING OFF ITS HINGES.

101 INT. SUPER-FUN HAPPY ROOM - NIGHT 101

Arty the Alligator kneels, scarfing as much of the two teens as he possibly can. Big, sloppy, bloody bites.

He senses The Janitor, looks up, blood dripping from his jaws, and snarls.

The Janitor takes it in, his normally stoic face quivering with anger. *

Arty springs to his feet, widens his mouth and LEAPS at The Janitor's face.

The Janitor and Arty fall to the ground. The Janitor grapples him, gets on top of Arty, works a refined ground and pound technique. *

Finally, with Arty softened up, he grabs his upper and lower jaws and begins to pull them apart.

Arty attempts to bite, but The Janitor's biceps flex with the force of a vice. Arty's jaw is forced against the grain -- until it's ripped open.

In one smooth motion, The Janitor winds back and punches Arty the Alligator through the mouth.

KA-BOOM!

The Jainitor's fist busts through the base of Arty the Alligator's skull and out the rear of his throat. *

Arty the Alligator flails wildly.

The Janitor retracts his arm halfway, stopping midbrain. He forces his hand higher until he finds its electric cranial nerve wires. *

With one swift tug, The Janitor jerks the computerized components from Alex's head.

The gator drops immediately. The Janitor spikes the brain.

Liv's watched it all from the doorway. She brings a trash bag, unfolds it, and the janitor begins to stuff.

102 INT. GUS'S GREAT ARCADE - NIGHT 102

Cammy Chameleon, pink again, hops toward Chris.

CAMMY CHAMELEON
It's true. Evil has kept me here. You must have questions. I can tell you so much about the other side.

She strides closer again, becoming more intimate.

CAMMY CHAMELEON (CONT'D)
I can answer all your questions ...if you can help me.

103 INT. POLICE CAR (MOVING) - NIGHT 103

Police lights strobe, the siren BLARES.

Sheriff Lund SPEEDS through the dark and dusty streets. Evan is seated next to her.

SHERIFF LUND
You ever fired your sidearm?

EVAN
In training. But these are punk kids right? Vandalizing, loitering... I doubt we'll need to drop them.

SHERIFF LUND
It's not the kids. It's Willy.

EVAN
Willy? The dancing rat?
(realizing)
Okay... I get it. The boys got you to play a fast one on me... bravo. Nice try.

SHERIFF LUND
It ain't no prank. This is as real as it gets, I guarantee you.

104 INT. WILLY'S WONDERLAND - DAY 104

FLASHBACK

Tex wipes the sweat off his brow as he HAMMERS wooden planks across the entrance of Willy's -- boarding it tight.

SHERIFF LUND (V.O.)
See, we in town knew what was happening at Willy's. We knew there was something bigger than science at work.

A few REPORTERS and FEDERAL AGENTS snap photos and collect evidence. The animatronics are immobile, harmless.

SHERIFF LUND (V.O.)
We bellowed to the high heavens that the machines were evil... No one believed us. They thought we were yokels.

105 EXT. WILLY'S WONDERLAND - NIGHT 105

FLASHBACK

Tex shakes hands with ERIK MILLER (50), nearly bald. It's clear from his dress that he works demolition. *

SHERIFF LUND (V.O.)
Tex eventually hired a demolition crew to destroy Willy's. Except the day before bulldozers were set to roll... *

106 INT. ERIK'S BEDROOM - THAT MORNING 106

FLASHBACK

The walls are splattered with blood, the sheets torn to bits. What's left of Erik's body lies in bed.

He's been eaten alive.

SHERIFF LUND (V.O.)
... Erik Miller, the contractor hired to destroy Willy's, was found in bed as chewed up as a McDonald's hamburger. *

END FLASHBACK.

CUT BACK TO:

107 INT. POLICE CAR (MOVING) - NIGHT 107

THE PRESENT

Evan shudders. Sheriff Lund keeps her eyes on the road. *

SHERIFF LUND
His family too.
(beat)
After that, well, wasn't a man alive willing to take the job of demolishing Willy's. *

EVAN
If you're serious --

SHERIFF LUND
The town figured that maybe it was best to let a sleeping dog lie. We told everyone to stay away from there. The plan was to let it rot.

108 EXT. HAYESVILLE STREET - NIGHT 108

FLASHBACK

One giant Willy Weasel foot lands in front of the other. *

109 EXT. HAYESVILLE STREET - NIGHT 109

FLASHBACK

Willy Weasel. *

A SMOKER steps out of a bar along Hayesville's main strip.

As she puffs her sweet Carolina smoke, she doesn't notice the giant mechanical killer approaching.

SHERIFF LUND (V.O.)
But rabid dogs don't sleep when they're hungry. *
(beat)
The machines got out.

The Smoker gazes up to behold the silhouette of a jagged, metal muzzle descending on her.

She SCREAMS as Willy's eyes stare down at her. *

110 INT. HAYESVILLE ICE CREAM SHOP - DAY 110

The next morning...

An eaten, mutilated body lies on the tile floor.

FLASH bulbs. A photo is taken of the scene of the crime. *

SHERIFF LUND (V.O.)
We found bodies at the ice cream shop...

111 INT. HAYESVILLE HARDWARE STORE - DAY 111

Almost the same scene as the ice cream shop.

SHERIFF LUND (V.O.)
... the hardware store...

112 INT. HAYESVILLE SCHOOL - DAY 112

Police tape off the entrance.

SHERIFF LUND (V.O.)
... And even the school.

END FLASHBACK.

113 INT. POLICE CAR (MOVING) - NIGHT 113

THE PRESENT

Evan is pale as a sheet. Sheriff Lund shows no emotion. *

SHERIFF LUND
Now, we had a real Hobson's choice on our hands. We go to war with the machines, come off as crazy people, and probably lose some good folk along the way...or...

EVAN
Or...?

SHERIFF LUND
We cut a deal.

114 INT. WILLY'S WONDERLAND - NIGHT 114 *

FLASHBACK

A slightly younger Sheriff Lund is flanked by Jed and Tex. *

Lund kneels at the feet of a statuesque Willy Weasel. *

SHERIFF LUND
You leave our people be. You leave our children be. You leave our town be and...
(contemplates long and hard her next words; selling her soul)
... We'll feed you.

115 EXT. U.S. ROUTE 50 - DAY 115

FLASHBACK

THE NEXT DAY

Spikes lay across the road. The sound of an ENGINE. A van approaches.

KA-BOOM!

The TIRE EXPLODES. *

The VAN LUMBERS to the side of the road, COMES TO A STOP.

A couple, JIM (35ish, black/latino mix) and JUDY (also 35ish, pretty and blond), exit with a beautiful mixed race girl, 6-YEAR-OLD LIV. Jim looks at the tires. *

116 OMMITED 116 *

117 EXT. AUTO GARAGE - THAT EVENING 117

FLASHBACK

Jim, Judy, and young Liv listen to Jed's well-rehearsed * spiel. *

JED LOVE
Good news, I can fix it! Bad news, it's gotta sit until tomorrow when I get the parts. Hayesville's one hotel is booked. I have another place you could stay the night. It's not the Ritz, but it would be a roof and it would be free if you didn't mind a little light cleaning.

JUDY
(to Jim)
What about Liv?

JED LOVE
Willy's is a kid's paradise. *
Lots of places to play and rest. She'll love it.

118 INT. WILLY'S WONDERLAND - THAT NIGHT 118 *

FLASHBACK

Tex is with Jim, Judy, and young Liv -- cleaning supplies in hand. *

Jim and Judy wear Willy's Wonderland staff Polos. They get to work scrubbing the dining room. *

Liv plays by herself, watching the animatronics. Liv turns and walks away from them.

TEX MACADOO
Yep, the best place for a birthday party you ever seen.
(a beat)
Hell, it once was. We're going to fix her. Bring her back to life!

WILLY'S EYES COME TO LIFE. They slowly FOLLOW the couple. *

TEX MACADOO (CONT'D)
Just think, tonight you...

119 INT. WILLY'S WONDERLAND - DAY 119 *

FLASHBACK

A SCRUFFY BIKER wears a Willy's uniform and carries a broom. *

TEX MACADOO
(to Ugly Biker)
... are officially...

120 INT. WILLY'S WONDERLAND 120 *

FLASHBACK

MIGRANT WORKERS dressed in staff Polos, listen to Tex: *

TEX MACADOO
... On staff.

END FLASHBACK. *

121 **THE PRESENT** - INT. POLICE CAR (MOVING) - NIGHT 121

Sheriff Lund sips her coffee.

SHERIFF LUND
We held up our end of the bargain. They kept theirs.

122 INT. WILLY'S WONDERLAND - NIGHT 122 *

FLASHBACK

SHERIFF LUND (V.O.)
We tried to find people who wouldn't be missed...

A HOMELESS-LOOKING MAN sweeps around Nighty Knight's feet. He bends to clean dust bunnies.

When he stands, Nighty Knight SLICES HIS HEAD CLEAN OFF.

SHERIFF LUND (V.O.)
...people with low moral character...

Rather than cleaning, a HIPPIE COUPLE makes out, taking hits off a joint in between their necking session.

Suddenly, Cammy the Chameleon's tongue whips out and binds them together and moments later, Ozzie goes to town pecking away at their heads.

SHERIFF LUND (V.O.)
...people who... well let's just say they mixed things that the good Lord didn't necessarily mean to be mixed.

We suddenly find ourselves in **THE OPENING SCENE OF THE MOVIE** but as the camera continues to pan around, we finally see our doomed couple's faces. They are Jim and Judy, Liv's parents, being torn from one another and massacred!

123 INT. POLICE CAR (MOVING) - NIGHT 123

THE PRESENT

SHERIFF LUND
But things didn't always go exactly as planned...

124 INT. WILLY'S WONDERLAND - MORNING 124 *

FLASHBACK

As Tex and Sheriff Lund survey the aftermath of the previous evening's carnage, they hear what sounds like a little girl crying.

SHERIFF LUND (V.O.)
I usually pride myself on being able to expect the unexpected...

125 INT. WILLY'W WONDERLAND - DAY 125 *

FLASHBACK

THE CLOSET

As Sheriff Lund slowly pulls open the door, sunlight streams in revealing...

Six year old Liv cowering in the corner behind the cleaning supplies.

SHERIFF LUND (V.O.)
But sometimes life throws you a zinger.

The hardness in the sheriff's face melts away as she looks at the cowering little survivor.

126 EXT. WILLY'S WONDERLAND - MORNING 126 *

FLASHBACK

With Tex trailing behind her, Sheriff Lund carries the frightened little girl out to her squad car.

SHERIFF LUND (V.O.)
Well, this was the zinger of zingers.

127 INT. SHERIFF LUND'S TRAILER - NIGHT 127

FLASHBACK

As six year old Liv sleeps in bed, Sheriff Lund pulls up her covers and flicks off the light.

END FLASHBACK.

128 INT. POLICE CAR (MOVING) - NIGHT 128

THE PRESENT

Sheriff Lund tosses her coffee out the window.

SHERIFF LUND
Never saw it coming.

EVAN
So that's why we're going!?

SHERIFF LUND
Liv.
(lost in thought)
Much as she pisses me off, I can't live with losing that girl.

Meanwhile...

129 INT. GUS'S GREAT ARCADE - NIGHT 129

Chris steps closer to Cammy.

CAMMY CHAMELEON
I can show you what's on the other side if you can help me get there.

Cammy's colors flicker like a light display. Chris is completely mesmerized. He nods approval.

BOOM! The DOOR KICKS OPEN.

The Janitor and Liv jump in, ready to fight.

CHRIS
No wait guys, she's one of the good guys. She's going-

Like lightening, Cammy Chameleon's long rubbery tongue shoots out of her mouth and wraps like a python around Chris' neck, snapping it like a twig.

Liv SCREAMS. Cammy Chameleon whips her tongue back in and Chris falls like a dead sack of potatoes.

CAMMY CHAMELEON
Want to play, bitch?

Just as The Janitor is about to kick some lizard ass...

BEEP. BEEP. BEEP: BREAK TIME *

The Janitor immediately stops. For a moment, he's torn, * pulled hard in opposing directions. Then, with a look that * seems to almost say "I'm sorry" (well let's not go that * far), he exits the room. But not before reaching into his * pocket and tossing Liv her knife.

LIV
Are you kidding me? Ugh. Fine.
I'll do it myself.

Liv whips open her blade and makes a beeline toward Cammy Chameleon, ready to fight.

Cammy Chameleon immediately goes into stealth mode, blending in with her surroundings. It's all Liv can do to keep track of her.

Cammy tries to bludgeon Liv with her darting tongue but Liv manages to dodge each swing, swoops low, and sweeps Cammy's * legs. The lizard is quick. She bounds upright and leaps at Liv.

But Liv's feisty. A nice cut to the nose followed by a side kick sends her reptilian pursuer careening onto the floor * and, momentarily, back to pink.

130 INT - KITCHEN - NIGHT 130

The Janitor begins his break ritual: grabbing a coke from the fridge, taking a swig, setting it on the pinball machine as he begins to play.

131 INT. GUS'S GREAT ARCADE - NIGHT 131

Cammy Chameleon rises, both her eyes focus in as she preps her tongue for a death strike.

CAMMY CHAMELEON
Playtime's over now girlfriend.

Cammy's tongue flashes out but Liv's ready and catches it in mid air.

For a moment they're caught in a tug of war until Liv manages to yank the lizard airborne and -- bringing the fucking fury -- drives the cold-blooded bitch back to earth.

Liv tires, relents. Cammy's motionless.

LIV
That's for my parents!

Liv lifts her leg, kicking her repeatedly in the face, but Cammy rolls and uses her tail to take Liv out at the knees.

LIV
Gah!

Liv drops and smacks her head on the side of an arcade game.

CAMMY CHAMELEON
Ooooo...that will leave a mark.

132 INT - KITCHEN - NIGHT 132

The Janitor is playing a hell of a game of pinball when: BEEP BEEP BEEP.... Breaks over...just as the silver ball * pings right into... Cammy the Camelion... lighting her * character up brightly with the sound of PING, PING, PING... *

He tilts the machine and as quickly as he started, he * crushes his empty can and.... 2 points! *

133 INT. GUS'S GREAT ARCADE - NIGHT 133

Liv is just making it to her feet but she's still a little dizzy. She spins around trying to keep an eye on Cammy but Cammy's back in stealth mode, blending in and making her damn hard to see.

CAMMY CHAMELEON
You're parents were a little tough to chew but you're so young and juicy and ripe as a * honeydew melon. I'm going to * enjoy every last bite.

Cammy's tongue shoots out and grabs Liv square in the face, begins reeling her in when suddenly...

...The Janitor returns and, holding the drain snake like a * whip, he lashes it out, wrapping it multiple times around Cammy's neck.

He yanks it tight like a lasso pulling Cammy to her belly on the floor and making her release her grip on Liv. *

But because of the tightness of the coils around her neck, Cammy can only gag and she can't pull her tongue back in. Basically, the pink bitch is fucked! *

Liv regains her bearings. Takes in The Janitor, slowly reeling in Cammy like a punk rock John Wayne. *

LIV
I so had that under control.

The Janitor returns her look as best he can. Something like: "Yeah, right kid."

134 INT. HALLWAY - NIGHT 134

The Janitor, with Liv by his side, exits the arcade dragging Cammy Chameleon behind him toward the dining hall.

They've reached a long, dark corridor leading to the lit main area.

From around the corner step Siren Sara and Tito the Turtle, blocking their path.

The Janitor doesn't halt his stride.

SIREN SARA
Where do you think you're go--

BAM!

The Janitor lays out Siren Sara with one punch. She drops like a sack of potatoes. *

And if that's not badass enough...

WHACK!

The Janitor, while still in step, swings a backhand -- knocking Tito the Turtle into the wall. *

The blocked path is now clear.

135 INT. DINING AREA - NIGHT 135

Liv runs ahead of The Janitor, pulls on the front door. It opens just wide enough to see the chain and lock on the other side.

The Janitor moves her gently out of the way and wit a hip bump to the door, he effortlessly breaks open the lock. *

Willy watches all...and is clearly NOT HAPPY. *

The Janitor throws open the door to see-- *

SHERIFF LUND'S SHOTGUN -- AIMED AT HIS FACE.

SHERIFF LUND
Drop the lizard.

136 INT. WILLY'S WONDERLAND - DINING AREA - MOMENTS LATER 136 *

The Janitor tosses a limp Cammy Chameleon aside. She hits the floor and remains still. *

The remaining animatronics linger in the OFF POSITION. *

SHERIFF LUND
(to The Janitor)
Get on the ground, your hands behind your back.

He does as ordered.

LIV
Eloise, stop! He's a good guy.

SHERIFF LUND
All due respect, Liv, shut your yap and get outside.

Evan enters, spots Aaron's dead body as well as the trash-bagged former robots.

EVAN
They killed some of them.

LIV
(pointing to The Janitor)
He did.

SHERIFF LUND
(angry)
Idiots. This is only going to incite them more.
(to Willy)
This man does not act for us! His activities in no way should reflect on the city of Hayesville. You know that, right, Willy?

No response.

The Janitor watches from his low angle as Tito the Turtle sneaks out the front door unseen.

SHERIFF LUND
Get the zip ties.

EVAN
No way. I'm not leaving him here.

SHERIFF LUND
(aiming her gun)
I'll give you two reasons why you are: your wife and kid. Cause if we don't do what has to be done, no one in this county is safe.

Terrified, Evan relents and removes a plastic zip tie from his belt.

SHERIFF LUND
(to The Janitor)
Why couldn't you just die?

Evan zips The Janitor's hands behind his back.

SHERIFF LUND
Where are the others?

LIV
Dead.

SHERIFF LUND
(taking it in)
Stupid kids. You see?!
(then)
Time to go.

LIV
I'm not leaving without him.

SHERIFF LUND
(pointing her gun)
Honey, I'm not giving you a choice. Out.

LIV
You locked the wrong sucker in here this time.
(shaking her head)
I don't think you quite get it. He's not trapped in here with them, they're trapped in here with him.

SHERIFF LUND
Not for much longer.

Sheriff Lund forces Liv out.

SHERIFF LUND
(to The Janitor)
Sorry, son.

Sheriff Lund shuts the door, leaving The Janitor bound and alone. *

Willy watches from the stage, powered down. *

137 EXT. WILLY'S WONDERLAND - NIGHT 137 *

Sheriff Lund runs the chain back through the front door handles and triple knots it, locking The Janitor in again. * *

SHERIFF LUND *
(under her breath) *
Son of a bitch busted up a perfectly good padlock. * *

She and Evan then escort Liv to the Police Pick-Up Truck.

LIV
Is that what you did to my parents?! You're a monster! *

SHERIFF LUND
Quiet.

LIV
You bitch, you killed --

Liv can't finish. She's forced into the back seat. SLAM! *

EVAN
What now?

SHERIFF LUND
I'm going to wait until this problem solves itself. You're going to drop her off in a cell, then come back and get me. This should be done by then.

138 INT. WILLY'S WONDERLAND DINING AREA - NIGHT 138 *

The Janitor is in a bit of a tight spot. He's on his belly, his hands squeezed tight together at his back with plastic binds.

The Janitor rolls, contorts and kips to his feet. He ambles to a jukebox and gives it a kick. The JUKEBOX COMES TO LIFE.

The Janitor sits, leans against the machine, and chills -- bobbing his head to the MUSIC. *

Cammy Chameleon hobbles to her feet.

Behind her, Siren Sara rises.

CAMMY
Hey Cowboy, ready for a little * menage a trois? *

The Janitor cracks his neck. It's two on one and his arms are tied behind his back. He likes his odds. *

139 INT. POLICE PICK-UP TRUCK (MOVING) - NIGHT 139

Evan drives, Liv in the back.

LIV
You can't arrest me.

EVAN
Can and will. Breaking and entering.
(MORE)

EVAN (CONT'D)
Destruction of property. And I'm pretty sure that was a dead body on the floor.

LIV
What's worst, the dead one or the one you left to die? You ready to be a murderer? Cause that's what you're going to be, a cold blooded--

Evan whips the car to the side of the road and slams on the brakes.

EVAN
Shut up! I ain't no murderer!

LIV
Then what are you? You're complicit. Another cult member recruited by the Sheriff to do her dirty work.

Evan's torn. Looks like his head might just blow up. He starts to cry.

EVAN
I ain't no cult member and I ain't no murderer!

LIV
Then prove it and do the right thing before its too late!

Evan begins to pull himself together. Begins rambling, as much to himself as he is to Liv.

EVAN
I'll tell you what I'm going to do. I'm going to make this right, that's what i'm Goddamn gonna do!

He puts the car back into gear and glances in the rearview just in time to see a green blur leap out of the truck bed. He whips his head around.

EVAN
Did you see that?!

LIV
See what?

EVAN
I just saw something in the--

Without warning, Tito the Turtle CRASHES THROUGH THE WINDSHIELD onto Evan.

EVAN
Oh, Jesus!

Tito stabs his beak right through Evan's neck. He SCREAMS.

140 INT. WILLY'S WONDERLAND - DINING AREA - NIGHT 140

Three fiendish animatronic robots are left -- two of which are circling The Janitor, whose hands remain zip tied.

The Janitor twists his torso, cracks his vertebra top to bottom.

He waits for his attackers to make a move.

Cammy Chameleon comes at him first.

The Janitor boots her across the jaw. She flies along the tile floor.

Siren Sara cart wheels towards him, faster and faster.

The Janitor braces and just as she's about to hit him, he head-butts her face, knocking her flat.

Game on.

141 INT. POLICE PICK-UP TRUCK - NIGHT 141

Tito is making a meal out of Aaron in the front seat.

Liv frantically tries to open the car doors but the safety locks have her trapped.

Liv kicks out the back window of the truck and crawls out into the truck bed. She jumps down and flicks open her knife. She approaches the driver's side window.

Tentatively, she looks inside. Sees Evan's mangled body but no Tito. He's gone!

She spins around, looking for Tito in every direction but he's nowhere to be found.

Liv opens the door and uses her boot to shove Evan to the passenger side of the seat and hops in the car. She goes to start the car but...

...the keys are gone.

LIV
Shit!

She spots Evan's shotgun leaning against the passenger door and reaches across Evan and grabs it.

Liv hears the sound of JINGLING O.S. and hops out of the car with the shotgun.

Some 20 or so yards up the road stands Tito, his maw dripping with Evan's blood and his turtle hand jiggling the keys to the truck.

Liv puts the shotgun to her shoulder and points it directly at Tito.

LIV
Fuck you Tito. Gimme the damn keys.

Tito mimes a kiss to Liv and throws the keys as far as he can into the trees.

TITO THE TURTLE
Siempre a su orden, Señiorita, Liv.

(SUBTITLE: Always at your service Miss Liv.)

Tito begins waling towards Liv. Liv takes careful aim and...

...CLICK...nothing. She pumps the shotgun and tries again...CLICK. The shotgun is empty.

Tito holds up his paw and drops the shells onto the road, one, two, three, four. He smiles a Spanish devil's smile.

142 INT. WILLY'S WONDERLAND - NIGHT 142

The Janitor is on top of Siren Sara, her head scissored between her legs. She's laid out, but she hasn't been finished--

The Janitor strains as he squeezes her with all his strength.

Her face, already banged up, slowly crunches in on itself. *

CRACK! *

And that's the end of Siren Sara.

Swiveling around on his butt, he grabs a sharp piece of her broken off face and begins to saw away at his zip ties.

143 EXT. ROAD - NIGHT 143 *

Tito and Liv stare at each other.

TITO THE TURTLE
Sucks to be you, chica. *

Tito charges straight at her. Not the fastest charge, but deliberate, and pretty scary with his spinning crazed eyes.

Liv waits till he gets close, flips the 12-gauge around so she's holding the barrel like a baseball bat...

TITO THE TURTLE
Dios Mio!

...and SMASHES the shit out of Tito the Turtle.

LIV
Nah, sucks to be you pendejo.

Tito flies backwards, smashing into the road. Liv pursues, bashing the shit out of him with the butt of the gun.

Liv stops. Tito lies lifeless. She turns, drops the shotgun, and begins to jog toward the ever-so-slight glow of Willy's Wonderland. *

Tito lays in shambles. But his eyes, inside his shell, blink. He's alive.

144 INT. WILLY'S WONDERLAND - DINING AREA - NIGHT 144 *

Willy has yet to dance, remaining motionless, a giant warning of things to come. *

The Janitor has just finished wrapping the drain snake back around Cammy's neck.

As she shoots him a “go to hell” with her evil eyes, he throws the other end over a beam and pulls her up off her feet’s until she’s pathetically dangling and squirming in the steel hangman’s noose. He secures the other end.

He looks at Willy, challenging. Still, Willy remains motionless. *

Keeping an eye on Willy, he walks over to where Nighty Knight’s sword lays on the ground and picks it up. * *

Now he moves back over to Cammy and, never taking his eyes off Willy, pulls the sword back and swings it at Cammy’s tail, chopping it clean off. * * *

The Janitor winds up and swings the sword again, this time slicing her clean in half at the waist. * *

Once more and he chops her entire body off just below the head. * *

And that’s the end of Cammy Chameleon. *

All this time, Willy has remained motionless, but something has changed in his eyes, a dangerous and dark anger seething from a black soul and aimed directly at The Janitor. * * *

145 INT. WILLY’S WONDERLAND - DINING AREA - NIGHT 145 *

MOMENTS LATER

The Janitor tosses the spare parts of Cammy Chameleon into a plastic garbage bag.

Once finished...

The Janitor walks straight up to Willy, bowing up to his robotic ass, waiting for him to make a move. *

After a long beat... nothing.

The Janitor turns, scans the room. It’s a mess.

He lets out a sigh before embarking on stacking chairs, putting the place into a workable order.

146 BEGIN MONTAGE 146

The Janitor has returned to doing the job he was originally hired for:

- He bags the destroyed cyborgs.

- He stacks the teens' bodies neatly near the front.

- He mops the bloody floor.

- He dusts off the arcade games.

- He vacuums the play area.

- He organizes the tables and chairs.

- He scrubs the stove.

There's no doubt the man knows how to work.

END MONTAGE.

147 INT. WILLY'S WONDERLAND - DINING AREA - NIGHT 147 *

AFTER MIDNIGHT

The place is pretty damn close to perfect, save for the bodies by the door and the bags of ruined animatronics.

BEEP BEEP BEEP. Break time.

148 INT. KITCHEN - NIGHT 148

MOMENTS LATER

You know the routine by now: cold soda/pinball/crushed can/ * two points. It's his own personal symphony. But this time, * for the first time, the last ball he plays hits the jackpot * and lands right in Willy's open mouth. Needless to say, the * machine goes crazy. *

149 INT. WILLY'S WONDERLAND - NIGHT 149 *

The Janitor surveys the restaurant, noting a job well done.

He catches eyes with Willy. Willy returns the glare. *

The Janitor slings two of the trash bags atop his shoulder.

He moves to the entrance, stops, hauls back and kicks the * door open again, the chain ripping the door handle right off * the door! *

150 EXT. WILLY'S WONDERLAND - NIGHT 150 *

Sheriff Lund leans against a fence. *

She watches, mouth agape, as The Janitor exits, bags in hand, and heads across the parking lot toward a dumpster.

SHERIFF LUND
(under her breath)
What in the shit?

He tosses the garbage bags.

151 INT. WILLY'S WONDERLAND - NIGHT 151 *

The Janitor snatches two more.

152 EXT. DUMPSTER - NIGHT 152

The bags are piling up. As he walks away, ONE BAG MOVES...

153 EXT. WILLY'S WONDERLAND - NIGHT 153 *

The Janitor continues the errand.

He spots the stunned Sheriff, making eye contact. He nods, gives a half wave.

SHERIFF LUND
(lifting her weapon)
Hold it right there, boy.

The Janitor halts, puts his hands in the air.

SHERIFF LUND
Inside. Now.

154 INT. WILLY'S WONDERLAND - NIGHT 154 *

Lund forces The Janitor inside, not that he was unwilling.

The Janitor looks to the stage to see that WILLY IS MISSING. * The star of the show has gone AWOL.

SHERIFF LUND
(stepping toward the entrance)
(MORE)

SHERIFF LUND (CONT'D)
We had a good thing. Now you've gone and fucked it all up.

The Janitor stares into the barrel of the gun, shows no fear.

SHERIFF LUND
All you had to do was die. Was that so hard?
(puts her finger on the trigger)
No! You had to go ahead and stay alive. Now we got five dead kids!
(entering the doorway)
You might have been able to disable a few electronics, something tells me you can't stop a bullet. Willy wants to eat. I'm going to feed him.
(yelling)
Willy... come and get it!

WILLY EMERGES FROM THE SHADOWS.

One of Willy's paws clamps tightly on Sheriff Lund's head, the other her torso. She's lifted into the air.

With one swift jerk, Sheriff Lund is TORN IN HALF!

Her legs fly to one side of the room, her face and chest to the other.

Here. We. Go.

Willy steps out of the shadows, standing to his full height. The Janitor looks up at him, ready.

In a flash, Willy grabs The Janitor, lifting him off the ground, and throws him across the room.

The Janitor SLAMS into the wall, back first. He slides to the ground. Where he hit the wall, a fire alarm is dented in.

THE ALARM GOES OFF. RED EMERGENCY LIGHTS FLASH.

The fire sprinklers turn on in the dining room, quickly dousing The Janitor, cleaning the muck off him.

The Janitor rises to his feet, the water bouncing off him. He loosens his neck, his back, and pulls off his staff shirt. He's ripped as shit and sports a Semper Fidelis, United States Marine Corps tattoo on his chest.

Willy stands at the entrance. Their eyes meet. *

The Janitor starts running at Willy. Willy bounds towards him, through the rain, the red strobing lights playing off the two of them. *

As they reach each other, they simultaneously leap into the air:

BAM! They collide in a whirlwind of claw scapes and fists. *

As they fall, locked in their ballet of death, they crash through a cluster of stacked tables, pieces flying in all directions, SLAMMING into the ground. *

The Janitor is on top of Willy, wailing on him. *

Willy's eye socket explodes. His jaw is smashed, hanging on a hinge. *

But Willy isn't done and gains the advantage, slashing The Janitor across the chest. *

The Janitor falls to the ground, his blood blending with the pooling water. * *

Willy grabs the back of his shirt and drags him, facedown, across the dining room, toward the ball pit. *

Willy takes The Janitor by the head and smashes his face into the side of the ball pit. * *

Then he lifts The Janitor's over his head and chucks him into the ball pit. *

The Janitor limp body hits the balls, buoyed for a moment, before sinking below the surface. * *

Willy, his face badly mangled and leaking black sludge, raises his arms into the air in victory. * *

Then he lets out a terrifying otherworldly screech, turns and begins slowly walking toward the entrance. * *

What he doesn't see... *

...is a rumbling within the ball pit and a hand, bursting out, grabbing onto the side!

155 INT. KITCHEN - NIGHT 155

QUICK CUTS OF:

Duct tape being wrapped tight around a slashed chest, legs, arms.

A broken mop handle sliding into a belt.

A drain snake being coiled. And finally...

The refrigerator door opening and a duct taped hand reaching in, grabbing one, two, three, four, five sodas. Dropping them one by one into the burlap sack they arrived in.

The top of the sack being wrapped around that same duct taped hand.

His arm, gauging the heft of the sack.

The refrigerator door being slammed shut.

156 INT. WILLY'S WONDERLAND - NIGHT 156

Willy at the entrance now, seems to sense something behind him and slowly turns.

Out of the shadows steps...The Janitor...strapped to the nines with his arsenal of janitorial weapons. His homemade soda mace hanging threateningly in one hand and the plunger in the other.

The Janitor cracks his neck. Willy cracks his.

A long, rainy, High Noon beat and then...

The Janitor charges Willy.

Willy swings out his claw at The Janitor, who easily paries it with the plunger, while simultaneously slamming his mace into Willy's chest.

The Janitor swings the weapon into Willy repeatedly, using the plunger to knock away each of Willy's weak attempts at reprisal.

Black gunk sprays out from each crunching blow, splattering The Janitor.

Willy slowly dilates his jaw: *

WILLY *
(almost unintelligible)
It's your birthday and we want you to have fun. It's your birthday so let's --

The Janitor's heard enough and does something we haven't witnessed once since the reels started rolling. He speaks --

THE JANITOR
Or how about you just go fuck yourself.

The Janitor takes the burlap mace in both hands and swings it with all his might at Willy's head, knocking it clean off. * *

Willy's beheaded body staggers and then crumples into a pile of sparks and sludge. *

The Janitor picks up Willy's waterlogged head and holds it in front of him, the glow of the red emergency light flickering on, off, on, off. * * *

He smacks it once with the back of his hand and this time it stays off.

And that's the end of Willy Weasel. *

The Janitor scans the room, takes in the destruction, groans.

Time to get back to work.

157 <u>EXT. STREET - SUNRISE</u> 157

The sun peeks above the horizon, night fades into a pale blue sky.

Liv makes her way toward Willy's. *

In the distance... the ROAR OF AN ENGINE, trailing a cloud of dust. She stops, rotates.

The Jeep Wrangler appears, Jed behind the wheel. He ZIPS PAST her, having the time of his life.

158 EXT. WILLY'S WONDERLAND - PARKING LOT - MORNING 158 *

Clean, no sign of Sheriff Lund's remains.

Tex waits in the lot, sipping coffee, breathing in the morning air.

Jed flies into the parking lot, does a donut, and burns rubber as he comes to a stop. *

159 EXT. WILLY'S WONDERLAND - DUMPSTER - MORNING 159 *

Willy's lifeless body lies atop a pile of his chums when: *

A hand PIERCES a garbage bag from the interior.

It TEARS OPEN, Siren Sara's ragged head punches through.

160 EXT. WILLY'S WONDERLAND - PARKING LOT - MORNING 160 *

Jed hops out of the 4x4. He tosses Tex the keys. *

JED LOVE
That's what I call a whole lot of fun! Tires are good to go, tuned her up for ya too!

TEX MACADOO
Always nice to add another toy to the collection.

JED LOVE
(re: Willy's) *
You take a peek in yet?

TEX MACADOO
Waiting for you.

JED LOVE
You know damn well I ain't going in there.

Tex waves him off, heads to the window, peers in.

After a glimpse, Tex twists to Jed. It'd be fair to say he's stunned.

161 INT. WILLY'S WONDERLAND - MORNING 161 *

Willy's is impeccable -- as clean as the CDC. *

The floor sparkles, the tables and chairs are set perfectly in a symmetrical configuration.

The windows are streak free, the kitchen shines.

If today were opening day, Willy's would be ready... Well, * except for the missing animatronics.

162 EXT. WILLY'S WONDERLAND - DUMPSTER - MORNING 162 *

The men don't see Siren Sara (or what's left of her) climb out of the trash bin. She falls to the ground with a THUD. *

Around the trash can, she spots Jed's discarded lighter and a half full can of gasoline. And beyond that... a car.

She gets to her feet, a crooked but still somehow sexy mess, and staggers along the parking lot.

163 EXT. WILLY'S WONDERLAND - PARKING LOT - MORNING 163 *

TEX'S CAR

Siren Sarah opens the gas cap, smiles.

164 INT. WILLY'S WONDERLAND - MORNING 164 *

The Janitor places the cleaning supplies in the closet. He pulls off his tattered shirt and dons his old one.

Tex enters. Jed actually tags along, marveling. They're speechless.

The Janitor shuts the closet door, walks toward Tex with his hand extended.

Tex drops the Jeep's keys in The Janitor's hand.

Tex makes eye contact, wanting so badly to say something... however, the cat's got his tongue.

165 EXT. WILLY'S WONDERLAND - PARKING LOT - MORNING 165 *

The Janitor heads for his Jeep.

He halts upon noticing Liv staggering, exhausted into the parking lot. They connect. She smiles. He nods. *

He moves for the Jeep.

LIV
Hey... can I get a lift?

He contemplates. She tenses, vulnerable. A “no” at this point would kill her.

After an uncomfortably long beat, The Janitor opens the passenger door.

166 INT. JEEP - MORNING 166

Liv slides in. The Janitor puts the keys in the ignition, sunglasses slipped on, side mirror adjusted.

The Janitor REVS his chariot. BURNS RUBBER. Liv watches as Willy’s Wonderland becomes smaller and smaller in the passenger’s side mirror. *

167 EXT. WILLY’S WONDERLAND - PARKING LOT - MORNING 167 *

Jed and Tex exit, shake the dumbfounded feelings off their faces, and celebrate.

JED LOVE
It’s over! My God...it’s actually over!

TEX MACADOO
Hell yeah it is, boy!

Their jubilation peters out.

TEX MACADOO (CONT’D)
Come on, I’ll give you a ride. We’re gonna celebrate!

168 INT. TEX’S CAR - MORNING 168

Tex STARTS the CAR. Jed jumps in.

TEX MACADOO
You know, now that those machines are gone, I might actually reopen it.

JED LOVE
Ya need a gimmick.

TEX MACADOO
And a name! Maybe Tex's Turf?

JED LOVE
That could sing. Get a mechanical bull or something to pull in the customers.

TEX MACADOO
I just might.

Tex glances up and sees Siren Sara in the rear view mirror. *

TEX MACADOO (CONT'D)
Oh, fuck me. *

169 EXT. TEX'S CAR - MORNING 169

Siren Sarah flips open the lighter.

SIREN SARA
Thanks for visiting Willy's Wonderland. Hope you had a fan-tab-u-lous time. *

Sara lights a gasoline soaked Willy's t-shirt stuck inside the open gas tank. Instantly, it takes, and moments later... * *

KA-BOOM!

The car explodes in a ball of fire. *

This in turn lights the gas trail fuses on the ground which race out to the camouflaged gas cans and... * *

Almost simultaneously, they too explode, sending red-hot flames licking up the sides of the building. * *

Within moments, Willy's is a full-blown barn fire! *

170 I/E JEEP (MOVING) - MORNING 170

The Janitor and Liv don't look back as the distant explosion and billowing smoke reflect from the rear view mirror onto the shiny glass of The Janitor's shades.

He reaches behind his seat, grabs a soda, cracks it, puts it up to his mouth to drink, but stops short when he feels eyeballs on him.

He glances at LIV, beside him in the passenger seat, a seat that's been empty for a very long time. Her eyes are vulnerable, questioning...

He turns his eyes back to the road, his hand frozen in place for a long beat.

And then, as if a short-circuit in his brain has been reconnected, he hands the soda to LIV.

She reaches for the can and for a moment her little fingers fit perfectly in the grooves of The Janitor's large and battered fingers. *

But this movie's not quite over yet and its sure as shit not going to end on a sensitive or sentimental note. So... *

The Janitor let's go of the can and Liv takes a long and overdue guzzle. Breaks just in time to see what The Janitor's looking at. *

Up ahead on the road, something green and purple is walking, or I should say, hobbling towards them. It's Tito the Turtle making his way back to Willy's. *

He sees The Janitor's truck barreling straight towards him but there's no time to get out of the way, especially when The Janitor puts the pedal down to the metal like he just did. *

TITO THE TURTLE *
Hay, mierda. *

(Subtitle: Oh, shit.) *

The jeep runs over Tito at full speed, flattening him like a pancake onto the road. *

And that's the end of Tito the Turtle, reduced to nothing more than a mechanical road kill as The Janitor and Liv's jeep gets smaller and smaller in the distance.. *

*

FADE OUT.

THE END